

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
APX ALARM SECURITY SOLUTIONS, INC.		05/21/2010	CORPORATION: UTAH

RECEIVING PARTY DATA

Name:	Goldman Sachs Specialty Lending Group, L.P.
Street Address:	6011 Connection Drive
Internal Address:	Attn: Rob Pivnick
City:	Irving
State/Country:	TEXAS
Postal Code:	75039
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 40

Property Type	Number	Word Mark
Serial Number:	77566613	APX ALARM
Serial Number:	77566615	APX ALARM
Serial Number:	77566618	APX ALARM
Serial Number:	77566623	APX ALARM
Serial Number:	77566628	APX ALARM
Serial Number:	77566629	APX ALARM
Serial Number:	77566634	APX ALARM
Serial Number:	77566635	APX ALARM
Serial Number:	77566640	APX ALARM
Serial Number:	77566641	APX ALARM
Serial Number:	77566643	APX ALARM
Serial Number:	77566649	APX ALARM
Serial Number:	77967250	PROTECTING FAMILIES. SECURING FUTURES.

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Serial Number:	77967282	PROTECTING FAMILIES. SECURING FUTURES.
Serial Number:	77967293	PROTECTING FAMILIES. SECURING FUTURES.
Serial Number:	77967298	PROTECTING FAMILIES
Serial Number:	77967304	PROTECTING FAMILIES
Serial Number:	77967308	PROTECTING FAMILIES
Serial Number:	77967315	PROTECTING FAMILIES
Serial Number:	77967320	PROTECTING FAMILIES
Serial Number:	77967325	PROTECTING FAMILIES
Serial Number:	77967333	PROTECTING FAMILIES
Serial Number:	77967338	PROTECTING FAMILIES
Serial Number:	77967344	PROTECTING FAMILIES
Serial Number:	77967352	PROTECTING FAMILIES
Serial Number:	77967357	PROTECTING FAMILIES
Serial Number:	77967364	PROTECTING FAMILIES
Serial Number:	77967368	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967372	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967377	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967382	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967388	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967393	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967401	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967408	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967418	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967425	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967431	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967436	AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES
Serial Number:	77967261	PROTECTING FAMILIES. SECURING FUTURES.

TRADEMARK

REEL: 004211 FRAME: 0654

CORRESPONDENCE DATA

Fax Number: (404)888-4190
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 404-888-4267
Email: dcorey@hunton.com
Correspondent Name: Deborah Corey
Address Line 1: 600 Peachtree Street, N.E., Suite 4100
Address Line 2: c/o Hunton & Williams LLP
Address Line 4: Atlanta, GEORGIA 30542

ATTORNEY DOCKET NUMBER:	65740.000020
NAME OF SUBMITTER:	Deborah Corey
Signature:	/Deborah Corey/
Date:	05/24/2010

Total Attachments: 6
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TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT (this “**Agreement**”) is made and entered into as of May 21, 2010, by APX ALARM SECURITY SOLUTIONS, INC., a Utah corporation (“**Grantor**”), in favor of GOLDMAN SACHS SPECIALTY LENDING GROUP, L.P., as Collateral Agent under the Credit Agreement described below (in such capacity, “**Collateral Agent**”).

WITNESSETH:

WHEREAS, pursuant to that certain Credit and Guaranty Agreement, dated as of May 11, 2006, by and among Grantor, the other Credit Parties party thereto from time to time, the Lenders party thereto from time to time, and the Agents party thereto from time to time (as amended, amended and restated, supplemented or otherwise modified from time to time (including, without limitation, by that certain Second Amended and Restated Credit and Guaranty Agreement, dated as of October 2, 2009), the “**Credit Agreement**”), Lenders have agreed to make Loans to Grantor; and

WHEREAS, Lenders are willing to make the Loans as provided for in the Credit Agreement, but only upon the condition, among others, that Grantor shall have executed and delivered to Collateral Agent, for itself and the ratable benefit of Lenders, the Pledge and Security Agreement; and

WHEREAS, pursuant to the Pledge and Security Agreement, Grantor is required to execute and deliver this Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt, sufficiency and adequacy of which are hereby acknowledged, Grantor hereby agrees with Collateral Agent as follows:

1. **Defined Terms.** All capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Credit Agreement.

2. **Grant of Security Interest in Trademark Collateral.** To secure the prompt and complete repayment and performance of the Obligations under the Credit Agreement and other Credit Documents, Grantor hereby grants to Collateral Agent, on behalf of the Secured Parties, a continuing first priority security interest in all of Grantor’s right, title and interest in, to and under the following, whether presently existing or hereafter created or acquired (collectively, the “**Trademark Collateral**”): (a) all of its Trademarks (as defined in the Pledge and Security Agreement) and Trademark Licenses (as defined in the Pledge and Security Agreement) to which it is a party including, without limitation, those referred to on Schedule 1 hereto; (b) all reissues, continuations or extensions of the foregoing; (c) all goodwill of the business connected with the use of, and symbolized by, each Trademark and each Trademark License; and (d) all products and proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present or future: (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License, and (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License.

3. **Pledge and Security Agreement.** The security interests granted pursuant to this Agreement are granted in conjunction with the security interests granted to Collateral Agent, on behalf of the Secured Parties, pursuant to the Pledge and Security Agreement. Grantor hereby acknowledges and affirms that the rights and remedies of Collateral Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Pledge and Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

4. **Counterparts.** This Agreement may be executed in multiple counterparts (any of which may be delivered by facsimile or electronic mail in portable document format), each of which shall constitute an original and all of which taken together shall constitute one and the same Agreement.

[signatures appear on the following page]

IN WITNESS WHEREOF, Grantor has caused this Agreement to be executed and delivered by its duly authorized representative as of the date first set forth above.

GRANTOR:

APX ALARM SECURITY SOLUTIONS,
INC.

By: *Christopher A. Black*
Name: Christopher A. Black
Title: Chief Financial Officer

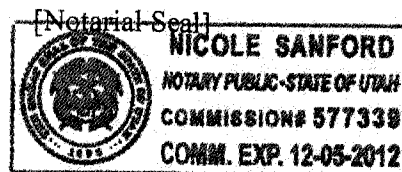
ACKNOWLEDGMENT OF GRANTOR

STATE OF UTAH)

COUNTY OF Utah) ss.

On this 19 day of May, 2010, before me personally appeared Christopher A. Black, who proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of APX ALARM SECURITY SOLUTIONS, INC., and who being duly sworn by me did depose and say that (i) such person is an authorized officer of APX ALARM SECURITY SOLUTIONS, INC., (ii) such instrument was signed on behalf of APX ALARM SECURITY SOLUTIONS, INC., and (iii) such person acknowledged such instrument to be the free act and deed of APX ALARM SECURITY SOLUTIONS, INC.

Nicole Sanford
Notary Public



ACCEPTED AND ACKNOWLEDGED BY:

COLLATERAL AGENT:

GOLDMAN SACHS SPECIALTY
LENDING GROUP, L.P.

By:  _____

Name: Greg Watts

Title: Senior Vice President

Schedule 1
to
Trademark Security Agreement

TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

MARK AND GOODS/SERVICES	SERIAL NO.	FILING DATE
APX ALARM Class 6 – Aluminum plaques; brass plaques, copper plaques Class 16 – Printed awards Class 20 – Plastic plaques; wood plaques Class 21 – Crystal plaques; glass plaques	77/566,613	September 10, 2008
APX ALARM Class 7 – Power tools, namely, electric screw drivers, distributed primarily in connection with the promotion and installation of alarm systems Class 8 – Hand operated tools, namely, screw drivers, distributed primarily in connection with the promotion and installation of alarm systems	77/566,615	September 10, 2008
APX ALARM Class 9 – Audio recordings and video recordings featuring promotional and instructional material for alarms; computer programs for alarms; bags and backpacks specifically designed for holding computers; electrical and electronic fire, burglar and trouble alarms for residential and commercial buildings	77/566,618	September 10, 2008
APX ALARM Class 16 – Writing implements, printed instructional materials, namely, instruction booklets, printed paper signs	77/566,623	September 10, 2008
APX ALARM Class 16 - Bags, namely, general purpose bags made of plastic and paper Class 18 – Luggage, backpacks, bags, namely, handbags and all-purpose carrying bags, tool bags distributed without tools	77/566,628	September 10, 2008
APX ALARM Class 6 – Metal key chains Class 20 – Plastic key chains	77/566,629	September 10, 2008
APX ALARM Class 21 – beverageware distributed primarily to consumers of intrusion, fire and trouble alert systems in connection with the promotion of intrusion, fire and trouble alert systems	77/566,634	September 10, 2008
APX ALARM Class 25 – Clothing, namely, uniforms, coats, trousers, shirts, sweaters, tee shirts, caps, jackets sweat shirts, short sleeve shirts, long sleeve shirts, all of the foregoing distributed primarily to consumers of intrusion, fire and trouble alert systems in connection with the promotion of intrusion, fire and trouble alert systems	77/566,635	September 10, 2008
APX ALARM Class 26 – Belt buckles; buckles for clothing	77/566,640	September 10, 2008
APX ALARM Class 28 – Sporting goods, namely, manually operated exercise equipment, flying disks, flying rings and disks, golf balls, golf tees and golf gloves, stress squeeze toys, footballs, mini- footballs, basketballs, mini-basketballs, games	77/566,641	September 10, 2008
APX ALARM Class 37 – Installation and maintenance of burglar and/or fire alarms	77/566,643	September 10, 2008
APX ALARM Class 45 – Monitoring burglar and security alarm systems	77/566,649	September 10, 2008
PROTECTING FAMILIES. SECURING FUTURES. Class 09 - Audio recordings, video recordings, computer programs, bags and backpacks for holding computers; Electrical and electronic burglar alarms	77/967,250	March 24, 2010
PROTECTING FAMILIES. SECURING FUTURES. Class 25 - Clothing, tee shirts, caps	77/967,261	March 24, 2010
PROTECTING FAMILIES. SECURING FUTURES. Class 37 - Installation and maintenance of burglar, trouble, security and/or fire alarms	77/967,282	March 24, 2010
PROTECTING FAMILIES. SECURING FUTURES. Class 45 - Monitoring burglar, trouble, fire and/or security alarm systems	77/967,293	March 24, 2010

Schedule 1

Trademark Security Agreement
30757420

TRADEMARK
REEL: 004211 FRAME: 0660

MARK AND GOODS/SERVICES	SERIAL NO.	FILING DATE
PROTECTING FAMILIES Class 06 - Awards, plaques, trophies	77/967,298	March 24, 2010
PROTECTING FAMILIES Class 08 - Tools, screw drivers	77/967,304	March 24, 2010
PROTECTING FAMILIES Class 09 - Audio recordings, video recordings, computer programs, bags and backpacks for holding computers; Electrical and electronic burglar alarms	77/967,308	March 24, 2010
PROTECTING FAMILIES Class 16 - Writing implements, printed materials, signs	77/967,315	March 24, 2010
PROTECTING FAMILIES Class 18 - Luggage, backpacks, bags	77/967,320	March 24, 2010
PROTECTING FAMILIES Class 20 - Key chains	77/967,325	March 24, 2010
PROTECTING FAMILIES Class 21 - Beverageware	77/967,333	March 24, 2010
PROTECTING FAMILIES Class 25 - Clothing, tee shirts, caps	77/967,338	March 24, 2010
PROTECTING FAMILIES Class 26 - Buckles, belt buckles	77/967,344	March 24, 2010
PROTECTING FAMILIES Class 28 - Sporting goods, toys	77/967,352	March 24, 2010
PROTECTING FAMILIES Class 37 - Installation and maintenance of burglar, trouble, security and /or fire alarms	77/967,357	March 24, 2010
PROTECTING FAMILIES Class 45 - Monitoring burglar, trouble, fire and/or security alarm systems	77/967,364	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 06 - Awards, plaques, trophies	77/967,368	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 08 - Tools, screw drivers	77/967,372	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 09 - Audio recordings, video recordings, computer programs, bags and backpacks for holding computers; Electrical and electronic burglar alarms	77/967,377	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 16 - Writing implements, printed materials, signs	77/967,382	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 18 - Luggage, backpacks, bags	77/967,388	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 20 - Key chains	77/967,393	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 21 - Beverageware	77/967,401	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 25 - Clothing, tee shirts, caps	77/967,408	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 26 - Buckles, belt buckles	77/967,418	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 28 - Sporting goods, toys	77/967,425	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 37 - Installation and maintenance of burglar, trouble, security and/or fire alarms	77/967,431	March 24, 2010
AT APX ALARM, OUR MISSION IS TO HELP FAMILIES PROTECT AND SECURE THEIR FUTURES Class 45 - Monitoring burglar, trouble, fire and/or security alarm systems	77/967,436	March 24, 2010

Schedule 1

Trademark Security Agreement
30757420

RECORDED: 05/24/2010

TRADEMARK
REEL: 004211 FRAME: 0661