

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM378970

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Succession of Agency		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Credit Suisse AG, Cayman Islands Branch		03/31/2016	Bank: GERMANY
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Barclays Bank PLC, as Successor Agent		
<b>Street Address:</b>	745 Seventh Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10019		
<b>Entity Type:</b>	Bank: UNITED STATES		
<b>PROPERTY NUMBERS Total: 21</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4158584	1	
<b>Registration Number:</b>	2091397	24 HOUR ALARM SERVICES PROTECTION ONE	
<b>Registration Number:</b>	2042378	CRITICOM	
<b>Registration Number:</b>	1942795	DYNAWATCH	
<b>Registration Number:</b>	1335868	D DYNAWATCH	
<b>Registration Number:</b>	2927429	NETWORK MULTIFAMILY	
<b>Registration Number:</b>	1274540	NETWORK SECURITY	
<b>Registration Number:</b>	4031132	PROTECTION 1	
<b>Registration Number:</b>	4031133	PROTECTION 1	
<b>Registration Number:</b>	1541841	PROTECTION ONE	
<b>Registration Number:</b>	1686181	PROTECTION ONE	
<b>Registration Number:</b>	3057621	PROTECTION ONE	
<b>Registration Number:</b>	3093237	PROTECTION ONE	
<b>Registration Number:</b>	2156232		
<b>Registration Number:</b>	3915918	ESECURE	
<b>Serial Number:</b>	86353829	RECONNECT	
<b>Serial Number:</b>	86318495	INDEPENDANT	
<b>Serial Number:</b>	86340334	BRITE ENERGY	
<b>Serial Number:</b>	86340245	BRITE ENERGY POWERED BY PROTECTION 1	
<b>TRADEMARK</b>			

OP \$540.00 4158584

Property Type	Number	Word Mark
Registration Number:	1989024	PRIORITY LINK
Serial Number:	86614514	MULTIFAMILY 360

**CORRESPONDENCE DATA**

**Fax Number:**

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Email:** michael.barys@thomsonreuters.com

**Correspondent Name:** Elaine Carrera, Legal Assistant

**Address Line 1:** 80 Pine Street

**Address Line 2:** c/o Cahill Gordon & Reindal LLP

**Address Line 4:** New York, NEW YORK 10005

<b>NAME OF SUBMITTER:</b>	Elaine Carrera
<b>SIGNATURE:</b>	/Elaine Carrera/
<b>DATE SIGNED:</b>	04/01/2016

**Total Attachments: 7**  
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source=copy02b. Succession of Agency#page2.tif  
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source=copy02b. Succession of Agency#page7.tif

**NOTICE OF SUCCESSION OF AGENCY**  
**5572/0612**

This NOTICE OF SUCCESSION OF AGENCY (this “Notice”), dated as of March 31, 2016 (the “Effective Date”), is executed by CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, in its capacity as Collateral Agent (the “Prior Agent”), and BARCLAYS BANK PLC, in its capacity as Collateral Agent (the “Successor Agent”).

WHEREAS, pursuant to that certain Collateral Agreement (First Lien), dated as of July 1, 2015, (as amended, restated, supplemented or otherwise modified from time to time, the “Collateral Agreement”) among Prime Security Services Borrower, LLC (the “Borrower”), each subsidiary of the Borrower identified therein and the Prior Agent, Protection One Alarm Monitoring, Inc. (the “Pledgor”) and the Prior Agent entered into that certain Grant of Security Interest in Trademarks, dated as of July 1, 2015 (the “Trademark Agreement”), pursuant to which the Pledgor granted, assigned and pledged to the Prior Agent a security interest in and to certain collateral;

WHEREAS, the Trademark Agreement was recorded with the United States Patent and Trademark Office on July 8, 2015 at Reel/Frame 5572/0612, with respect to the trademarks identified on Schedule A attached hereto;

WHEREAS, the Prior Agent, the Successor Agent, the Borrower and certain other related parties entered into that certain Successor First Lien Agent Agreement, dated as of March 31, 2016 (the “Successor Agent Agreement”), whereby (a) the Prior Agent resigned as Collateral Agent, (b) the Successor Agent was appointed as Collateral Agent and (c) the Successor Agent accepted its appointment as Collateral Agent;

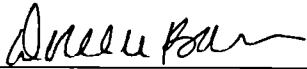
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

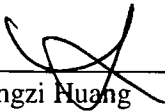
1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Collateral Agreement.

2. Succession and Replacement of Agency. Pursuant to the terms and conditions set forth in the Successor Agent Agreement and the Collateral Agreement, the Prior Agent has ceased to be Collateral Agent under such capacity and is succeeded to and replaced by the Successor Agent as Collateral Agent under such capacity. Nothing herein shall be deemed to terminate, interrupt or impair the continuity of the security interest in the collateral originally granted to the Prior Agent under the Collateral Agreement and the Trademark Agreement, which security interest is now succeeded by and transferred to the Successor Agent.

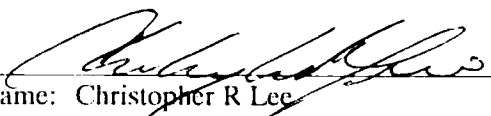
IN WITNESS WHEREOF, the parties have executed this Notice effective as of the Effective  
Date:

**CREDIT SUISSE AG, CAYMAN ISLANDS  
BRANCH**

By:   
Name: Doreen Barr  
Title: Authorized Signatory



By:   
Name: Lingzi Huang  
Title: Authorized Signatory




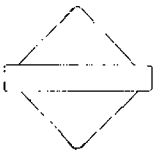
**BARCLAYS BANK PLC**

By:  \_\_\_\_\_  
Name: Christopher R Lee  
Title: Vice President

**Schedule A**

**Registered or Applied for Trademarks Owned by Protection One Alarm Monitoring, Inc.**

<b>Trademark Name</b>	<b>Jurisdiction</b>	<b>TM Status</b>	<b>App. No. and Filing Date</b>	<b>Reg. No. and Reg. Date</b>
I and design	USA	Registered	85/195,390 12/10/10	4,158,584 6/12/12
24 HOUR ALARM SERVICES PROTECTION ONE and Design  	USA	Registered	75/182,011 10/16/96	2,091,397 8/26/97
CRITICOM	USA	Registered	74/672,970 5/12/95	2,042,378 3/4/97
DYNAWATCH	USA	Registered	74/624,327 1/23/95	1,942,795 12/19/95
DYNAWATCH and Design  	USA	Registered	73/495,395 8/17/84	1,335,868 5/14/85
NETWORK MULTIFAMILY	USA	Registered	76/558,592 10/28/03	2,927,429 2/22/05
NETWORK SECURITY	USA	Registered	73/378,932 8/9/82	1,274,540 4/17/84
PROTECTION 1	USA	Registered	85/195,365 12/10/10	4,031,132 09/27/11

Trademark Name	Jurisdiction	TM Status	App. No. and Filing Date	Reg. No. and Reg. Date
PROTECTION 1 and design 	USA	Registered	85/195,382 12/10/10	4,031,133 9/27/11
PROTECTION ONE	USA	Registered	73/758,423 10/18/88	1,541,841 5/30/89
PROTECTION ONE	USA	Registered	74/158,828 4/17/91	1,686,181 5/12/92
PROTECTION ONE and Design 	USA	Registered	78/564,827 2/10/05	3,057,621 2/7/06
PROTECTION ONE and Design 	USA	Registered	78/648,089 6/10/05	3,093,237 5/16/06
PROTECTION ONE Design - no words 	USA	Registered	75/182,013 10/16/96	2,156,232 5/12/98
ESECURE	USA	Registered	77/920,405 1/26/10	3,915,918 2/8/11
RECONNECT	USA	Pending - ITU	86/353,829 07/31/2014	N/A
indePendant	USA	Pending - ITU	86/318,495 6/24/2014	N/A

<b>Trademark Name</b>	<b>Jurisdiction</b>	<b>TM Status</b>	<b>App. No. and Filing Date</b>	<b>Reg. No. and Reg. Date</b>
BRITE ENERGY	USA	Pending - ITU	86/340,334 7/17/2014	N/A
BRITE ENERGY POWERED BY PROTECTION 1	USA	Pending - ITU	86/340,245 7/17/2014	N/A
PRIORITY LINK	USA	Registered	74/541,075 6/22/94	1,989,024 7/23/96
MULTIFAMILY 360	USA	Pending	86/614,514 4/29/15	N/A