

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Video Alert, LLC

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: _____
 Other LLC

Citizenship (see guidelines) New YorkAdditional names of conveying parties attached? Yes No**3. Nature of conveyance /Execution Date(s) :**Execution Date(s) June 29, 2012

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)Additional names, addresses, or citizenship attached? Yes
 NoName: HSBC Bank USA, National Association, as Agent

Internal

Address: _____

Street Address: 452 Fifth AvenueCity: New YorkState: New YorkCountry: USA Zip: 10018

- Association Citizenship USA
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

See attached Schedule A

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:Name: James MurrayInternal Address: CT Lien SolutionsStreet Address: 4400 Easton Commons Way
Suite 125City: ColumbusState: OH Zip: 43219Phone Number: 614-280-3566Fax Number: 800-516-6304Email Address: james.murray@wolterskluwer.com**6. Total number of applications and registrations involved:**

3

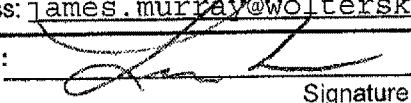
7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$

- Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:


Signature

July 2, 2012

Date

Leslie Kirsner

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 7

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

REEL: 004826 FRAME: 0846

SCHEDULE A

Schedule A to a Security Interest Agreement dated June 29, 2012, by and between Video Alert, LLC. and HSBC Bank USA, National Association, as Agent.

| REGISTRATION NO. OR APPLICATION NO. | REGISTRATION OR FILING DATE | MARK |
|--|------------------------------------|-------------|
| 85/431,540 | 9/26/2011 | VIDEO ALERT |
| 85/504,722 | 12/28/2011 | IGOTCHA |
| 85/493,638 | 12/13/2011 | SMARTWATCH |

SECURITY INTEREST AGREEMENT

WHEREAS, Video Alert, LLC, a limited liability company formed under the laws of the State of New York, located at 333 Bayview Avenue, Amityville, NY 11701 ("Grantor"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor is obligated to HSBC Bank USA, National Association ("HSBC") and various other financial institutions (collectively, "Lenders") and HSBC as agent for Lenders ("Agent") pursuant to (i) a certain Amended and Restated Unlimited Guaranty, dated October 28, 2012, made by Grantor in favor of Agent and (ii) a certain Continuing General Security Agreement, dated the date hereof, made by Grantor in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby grant unto Agent, for its benefit and for the ratable benefit of Lenders, a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York
June 29, 2012

VIDEO ALERT, LLC

By: K. B. Biele
Name: Kevin Biele
Its: MANAGER

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 29th day of June, 2012, before me personally came KEVIN BUEHEL, to me known, who, being by me duly sworn, did depose and say that s/he is the MANAGER of Video Alert, LLC, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Cary J. Markowitz 6/28/12
Notary Public

CARY J. MARKOWITZ
NOTARY PUBLIC STATE OF NEW YORK
01MA0105860 NASSAU COUNTY
COMMISSION EXPIRES FEBRUARY 28, 20

APRIL 20, 2016

HSBC BANK USA, NATIONAL
ASSOCIATION, as Agent

By: *Philip M. Andrews*
Name: *Philip M. Andrews*
Its: *SVP*

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this 28 day of June, 2012, before me personally came Philip Panarelli to me known, who, being by me duly sworn, did depose and say that s/he is the KVP of HSBC Bank USA, National Association, the entity described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Notary Public

CARRIE HO
No. 01HO6229570
Notary Public, State of New York
Qualified in Kings County
My Commission Expires 10/12/2014