

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest

<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ILD Telecommunications, Inc.		10/23/2003	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Bank of America, N.A., as Administrative Agent
<b>Street Address:</b>	22 Bull Street
<b>Internal Address:</b>	3rd Floor
<b>City:</b>	Savannah
<b>State/Country:</b>	GEORGIA
<b>Postal Code:</b>	31401
<b>Entity Type:</b>	national banking association: UNITED STATES

<b>PROPERTY NUMBERS Total: 6</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Serial Number:	76492521	ROLLCALL
Serial Number:	76491891	1-888-TEN-HUTT
Registration Number:	2748709	800-ROLL-CALL
Registration Number:	2321543	DINO-MITE
Registration Number:	2266830	CALL 'N CARRY
Registration Number:	2222712	ROLL CALL

<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(919)286-8199
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
<b>Phone:</b>	919 286-8122
<b>Email:</b>	PTO_TMconfirmation@mvalaw.com
<b>Correspondent Name:</b>	Moore & Van Allen PLLC
<b>Address Line 1:</b>	2200 West Main Street
<b>Address Line 2:</b>	Suite 800
<b>Address Line 4:</b>	Durham, NORTH CAROLINA 27705

OP \$165.00 76492521

ATTORNEY DOCKET NUMBER:

327000-10503

NAME OF SUBMITTER:

Steven D. Thomas

Total Attachments: 3

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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of October 23, 2003 (the "Security Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Grantor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

ILD TELECOMMUNICATIONS, INC.,  
a Delaware corporation

By: \_\_\_\_\_

Name: H. Edward Brooks

Title: Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: \_\_\_\_\_

Name: Steven R. Price

Title: Senior Vice President

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Very truly yours,

ILD TELECOMMUNICATIONS, INC.,  
a Delaware corporation

By: \_\_\_\_\_  
Name: H. Edward Brooks  
Title: Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By:  \_\_\_\_\_  
Name: Steven R. Price  
Title: Senior Vice President

Schedule 1

ILD Telecommunications, Inc.  
(Delaware Corporation)

U.S. Trademarks

**Registered Marks**

800-ROLL-CALL	2748709	8/5/03
DINO-MITE	2321543	2/22/00
CALL 'N CARRY	2266830	8/3/99
ROLL CALL	2222712	2/9/99

**Pending Applications**

Mark	Application No.	Application Date
ROLLCALL	76492521	2/26/03
1-888-TEN-HUTT	76491891	2/21/03