

09-29-2003



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): KVH Industries, Inc. 9.22.03
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other Delaware
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Fleet Capital Corporation
Internal Address:
Street Address: One Federal Street
City: Boston State: MA Zip: 02110
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Rhode Island
Other
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)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other Negative Pledge Agreement
Execution Date: 7/17/2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 76/480694 78/125335
B. Trademark Registration No.(s) 2623778
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Maura H. Swan, Esq.
Internal Address: c/o Goulston & Storrs
Street Address: 400 Atlantic Avenue
City: Boston State: MA Zip: 02110

6. Total number of applications and registrations involved: 3
7. Total fee (37 CFR 3.41) \$ 90
Enclosed
Authorized to be charged to deposit account
8. Deposit account number:

09/26/2003 DBYRNE 00000020 76480694
01 FC:852 40.00 DP
02 FC:852 50.00 DP
Maura H. Swan
Name of Person Signing

DO NOT USE THIS SPACE
Maura H. Swan
Signature
September 18, 2003
Date
33

Total number of pages including cover sheet, attachments, and document: 33

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

KVH Industries, Inc.
50 Enterprise Center
Middletown, RI 02842

Dated as of: July 17, 2003

Fleet Capital Corporation
One Federal Street
Boston, Massachusetts 02110

Re: Amendment No. 1 to Negative Pledge Agreements

Ladies and Gentlemen:

We refer to the Negative Pledge Agreement – Trademarks and the Negative Pledge Agreement – Patents (collectively, the “Negative Pledge Agreements”), each dated as of March 27, 2000, by and between KVH Industries, Inc., as pledgor (the “Pledgor”), and Fleet Capital Corporation, as Lender (the “Lender”), and to the Amended and Restated Credit and Security Agreement (the “Credit Agreement”), by and among the Borrower, the Lender, the Cash Management Bank (as defined in the Credit Agreement) and the Issuing Lender (as defined in the Credit Agreement), dated as of the date hereof. In connection with the Credit Agreement, the Borrower and the Lender wish to amend the Negative Pledge Agreements according to the terms hereof.

Terms used in this letter of agreement (the “Amendment”) which are not defined herein, but which are defined in the Negative Pledge Agreements, shall have the same respective meanings herein as therein.

We have requested you to make certain amendments to the Negative Pledge Agreements. You have advised us that you are prepared and would be pleased to make the amendments so requested by us on the condition that we join with you in this Amendment.

Accordingly, in consideration of these premises, the promises, mutual covenants and agreements contained in this Amendment, and fully intending to be legally bound by this Amendment, we hereby agree with you as follows:

ARTICLE I

AMENDMENTS TO NEGATIVE PLEDGE AGREEMENTS

Effective as of the date first written above, the Negative Pledge Agreements are amended in each of the following respects:

- (a) Exhibit A to the Negative Pledge Agreement – Trademarks is hereby deleted in its entirety and replaced with Annex 1 attached hereto.
- (b) Exhibit A to the Negative Pledge Agreement – Patents is hereby deleted in its entirety and replaced with Annex 2 attached hereto.
- (c) In Section (ii) of paragraph 3 of the Negative Pledge Agreement – Trademarks, the words “pick up text from other agreement” in the last line thereof are hereby deleted in their entirety and replaced with the following: “(ii) licenses of rights to use the Property arising out of the ordinary course of the Company’s sale of products to its customers.”

ARTICLE II

REPRESENTATIONS AND WARRANTIES

The Borrower represents and warrants to you that this Amendment has been duly executed and delivered to you by the Borrower and is in full force and effect as of the date hereof, and the agreements and obligations of the Borrower contained herein constitute legal, valid and binding obligations of the Borrower enforceable against the Borrower in accordance with their respective terms.

ARTICLE III

MISCELLANEOUS

This Amendment may be executed in any number of counterparts, each of which when executed and delivered shall be deemed an original, but all of which together shall constitute one instrument. In making proof of this Amendment, it shall not be necessary to produce or account for more than one counterpart thereof signed by each of the parties hereto. Except to the extent specifically amended and supplemented hereby, all of the terms, conditions and the provisions of the Negative Pledge Agreements shall remain unmodified, and each of the Negative Pledge Agreements, as amended and supplemented by this Amendment, are confirmed as being in full force and effect.

If you are in agreement with the foregoing, please sign the form of acceptance on the enclosed counterpart of this Amendment, and return such counterpart to the undersigned, whereupon this Amendment, as so accepted by you, shall become a binding agreement among you and the undersigned.

[Remainder of this page intentionally left blank.]

Very truly yours,

KVH INDUSTRIES, INC.

By: Patricia Squatt
Title: CFO

The foregoing Amendment is hereby accepted by the undersigned as of July 17,
2003.

FLEET CAPITAL CORPORATION,
as Lender

By: _____
Title:

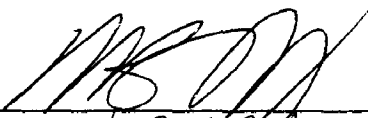
Very truly yours,

KVH INDUSTRIES, INC.

By: _____
Title:

The foregoing Amendment is hereby accepted by the undersigned as of July 17,
2003.

FLEET CAPITAL CORPORATION,
as Lender

By:  _____
Title: *Vice President*

Annex 1

[attached Exhibit A to Negative Pledge Agreement – Trademarks]



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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(DESIGN)	KVHIN-0000071416/ United States of America	76/480694 07-Jan-2003			Pending	
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Foley Hoag LLP
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): JLW GTM JLW
Client Ref: 04607-7
Agent Ref:

AUTOGYRO	KVHIN-0000006124/ United States of America	74/442480 30-Sep-1993	03-May-1994	1879154 14-Feb-1995	Registered	14-Feb-2005
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Foley Hoag LLP
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): DMW CAZ HAS
Client Ref: 04607-7
Agent Ref:

AZIMUTH	KVHIN-0000003336/ European Community	235630 01-Apr-1996	20-Dec-1999		Published	01-Apr-2006
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Bureau Gevers S.A.
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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AZIMUTH	KVHIN-0000000037/ United States of America	75/001476 04-Oct-1995	08-Apr-1997	2075009 01-Jul-1997	Registered	01-Jul-2007
	<p><i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Foley Hoag LLP <i>Owner Name:</i> KVH Industries, Inc.</p> <p><i>Sub Status:</i> <i>Attorney(s):</i> SBM CAZ HAS <i>Client Ref:</i> 04607-7 <i>Agent Ref:</i></p>					

DATA-SCOPE (STYLIZED)	KVHIN-0000004436/ United States of America	75/097807 02-May-1996	21-Oct-1997	2128188 13-Jan-1998	Registered	13-Jan-2008
	<p><i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Foley Hoag LLP <i>Owner Name:</i> KVH Industries, Inc.</p> <p><i>Sub Status:</i> <i>Attorney(s):</i> SBM CAZ HAS <i>Client Ref:</i> 04607-7 <i>Agent Ref:</i></p>					

DESIGN	KVHIN-0000069480/ United States of America	78/125335 01-May-2002			Pending	
	<p><i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Foley Hoag LLP <i>Owner Name:</i> KVH Industries, Inc.</p> <p><i>Sub Status:</i> <i>Attorney(s):</i> JLW GTM HAS <i>Client Ref:</i> 04607-7 <i>Agent Ref:</i></p>					



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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ECORE (AND DESIGN)	KVHIN-0000006125/ United States of America	74/407191 28-Jun-1993	02-Aug-1994	1859476 25-Oct-1994	Registered	25-Oct-2004
		<i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Foley Hoag LLP <i>Owner Name:</i> KVH Industries, Inc.				

Sub Status:
Attorney(s): DMW CAZ HAS
Client Ref: 04607-7
Agent Ref:

KVH (AND DESIGN)	KVHIN-0000003326/ Australia	703941 07-Mar-1996	30-Jan-1997	703941 05-Jun-1997	Registered	07-Mar-2006
		<i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Freehill Patent & Trade Mark Services <i>Owner Name:</i> KVH Industries, Inc.				

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

KVH (AND DESIGN)	KVHIN-0000003327/ Canada	807974 22-Mar-1996	44/2206 05-Feb-1997	479199 30-Jul-1997	Registered	30-Jul-2012
		<i>Docket Number:</i> <i>Class(es):</i> <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Riches, McKenzie & Herbert <i>Owner Name:</i> KVH Industries, Inc.				

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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KVH (AND DESIGN)	KVHIN-0000003328/ Denmark	VA02088/1996		VR03855/1996	Registered	28-Jun-2006
				28-Jun-1996		

Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Plougmann, Vingtoft & Partners
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

KVH (AND DESIGN)	KVHIN-0000003335/ European Community	183624		183624	Registered	01-Apr-2006
		01-Apr-1996	14-Apr-1998	19-Oct-1998		

Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Bureau Gevers S.A.
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

KVH (AND DESIGN)	KVHIN-0000003329/ France	96618005		96618005	Registered	26-Mar-2006
		27-Mar-1996	96/18	27-Mar-1996		

Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Cabinet Beau De Lomenie
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRADEMARK

REEL: 002833 FRAME: 0050

Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
KVH (AND DESIGN)	KVHIN-0000003330/ Germany	39615338.0 28-Mar-1996		39615338 24-Sep-1996	Registered	31-Mar-2006
	Docket Number: Class(es): 009 Client: KVH Industries, Inc. Agent Name: Lichtenstein, Komer & Partners Owner Name: KVH Industries, Inc.					
KVH (AND DESIGN)	KVHIN-0000003331/ Japan	08-059948 31-May-1996		4142573 01-May-1998	Registered	01-May-2008
	Docket Number: Class(es): 009 Client: KVH Industries, Inc. Agent Name: Nakamura & Partners Owner Name: KVH Industries, Inc.					
KVH (AND DESIGN)	KVHIN-0000003332/ Saudi Arabia	33864 11-May-1996	3638 21-Feb-1997	405/63 08-Jun-1997	Registered	11-Jan-2006
	Docket Number: Class(es): 009 Client: KVH Industries, Inc. Agent Name: TMP AGENTS (AL) Owner Name: KVH Industries, Inc.					



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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KVH (AND DESIGN)	KVHIN-0000003334/ United Kingdom	2061503 14-Mar-1996	6137 07-Aug-1996	2061503 22-Nov-1996	Registered	14-Mar-2006
	<p><i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Kilburn & Strode <i>Owner Name:</i> KVH Industries, Inc.</p> <p><i>Sub Status:</i> <i>Attorney(s):</i> SBM CAZ HAS <i>Client Ref:</i> 04607-7 <i>Agent Ref:</i></p>					

KVH (AND DESIGN)	KVHIN-0000003024/ United States of America	75/047971 29-Jan-1996	28-Jan-1997	2054486 22-Apr-1997	Registered	22-Apr-2007
	<p><i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Foley Hoag LLP <i>Owner Name:</i> KVH Industries, Inc.</p> <p><i>Sub Status:</i> <i>Attorney(s):</i> SBM CAZ HAS <i>Client Ref:</i> 04607-7 <i>Agent Ref:</i></p>					

SAILCOMP	KVHIN-0000003339/ European Community	139923 01-Apr-1996	9861 17-Aug-1998	139923 02-Mar-1999	Registered	01-Apr-2006
	<p><i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Bureau Gevers S.A. <i>Owner Name:</i> KVH Industries, Inc.</p> <p><i>Sub Status:</i> <i>Attorney(s):</i> SBM CAZ HAS <i>Client Ref:</i> 04607-7 <i>Agent Ref:</i></p>					



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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SAILCOMP	KVHIN-0000002520/ United States of America	73/462879 27-Jan-1984	25-Dec-1984	1323008 05-Mar-1985	Registered	05-Mar-2005
	Docket Number: Class(es): 009 Client: KVH Industries, Inc. Agent Name: Foley Hoag LLP Owner Name: KVH Industries, Inc.	Sub Status: Attorney(s): SBM CAZ HAS Client Ref: 04607-7 Agent Ref:				

TACNAV	KVHIN-0000068095/ United States of America	76/209686 13-Feb-2001	02-Jul-2002	2623778 24-Sep-2002	Registered	24-Sep-2012
	Docket Number: Class(es): 009 Client: KVH Industries, Inc. Agent Name: Foley Hoag LLP Owner Name: KVH Industries, Inc.	Sub Status: Attorney(s): SBM CAZ HAS Client Ref: 04607-7 Agent Ref:				

TRACPHONE	KVHIN-0000004651/ Canada	833602 14-Jan-1997	04-Feb-1998	TMA 499730 28-Aug-1998	Registered	28-Aug-2013
	Docket Number: Class(es): Client: KVH Industries, Inc. Agent Name: Riches, McKenzie & Herbert Owner Name: KVH Industries, Inc.	Sub Status: Attorney(s): SBM CAZ HAS Client Ref: 04607-7 Agent Ref:				



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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TRACPHONE	KVHIN-0000004653/ Mexico	285296 28-Jan-1997		542283 25-Feb-1997	Registered	28-Jan-2007
	<p><i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Basham, Ringe Y Correa, S.C. <i>Owner Name:</i> KVH Industries, Inc.</p>					

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref: 35/39844

TRACPHONE	KVHIN-0000001542/ United States of America	74/734655 26-Sep-1995	18-Jun-1996	2098109 16-Sep-1997	Registered	16-Sep-2007
	<p><i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Foley Hoag LLP <i>Owner Name:</i> KVH Industries, Inc.</p>					

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACVISION	KVHIN-0000004654/ Argentina	2044347 13-Aug-1996	27-Nov-1996	1645580 24-Sep-1997	Registered	24-Sep-2007
	<p><i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Clarke Modet & Co. <i>Owner Name:</i> KVH Industries, Inc.</p>					

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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TRACVISION

KVHIN-0000004655/ Brazil	819516759 14-Oct-1996	19-Aug-1997	819516759 06-Apr-1999	Registered 06-Apr-2009		
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Docket Number:
Class(es): 9.35
Client: KVH Industries, Inc.
Agent Name: Pinheiro, Nunes, Arnaud & Scatamburlo, P.C.
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACVISION

KVHIN-0000004650/ Canada	833601 14-Jan-1997	04-Feb-1998	TMA 499728 28-Aug-1998	Registered 28-Aug-2013		
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Docket Number:
Class(es):
Client: KVH Industries, Inc.
Agent Name: Riches, McKenzie & Herbert
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACVISION

KVHIN-0000004649/ Chile	356804 03-Oct-1996		486238 22-May-1997	Registered 22-May-2007		
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Estudio Arturo Alessandri
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRADEMARK



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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TRACVISION	KVHIN-0000003338/ European Community	139931 01-Apr-1996	22-Dec-1997	139931 19-Jun-1998	Registered	01-Apr-2006
	<p><i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Bureau Gevers S.A. <i>Owner Name:</i> KVH Industries, Inc.</p>					

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACVISION	KVHIN-0000004646/ Korea, Republic of	35627/96 14-Aug-1996		386633 15-Dec-1997	Registered	15-Dec-2007
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Docket Number:
Class(es): 039
Client: KVH Industries, Inc.
Agent Name: Kim and Cho
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACVISION	KVHIN-0000004652/ Mexico	285297 28-Jan-1997		542284 25-Feb-1997	Registered	28-Jan-2007
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Basham, Ringe Y Correa, S.C.
Owner Name: KVH Industries, Inc.



Trademark Client/Case No./Subcase Application Publication Registration Status

TRACVISION Country Name Number/Date Number/Date Number/Date Next Renewal

KVHIN-0000004647/
Peru 19344 14-Nov-1996 32291 Registered
21-Aug-1996 31-Dec-1996 31-Dec-2006

Docket Number:
Class(es): 009 *Sub Status:*
Client: KVH Industries, Inc. *Attorney(s):* SBM CAZ HAS
Agent Name: Barreda Moller *Client Ref:* 04607-7
Owner Name: KVH Industries, Inc. *Agent Ref:*

TRACVISION KVHIN-0000000071/
United States of America 74/587486 11-Jul-1995 1964740 Registered
19-Oct-1994 26-Mar-1996 26-Mar-2006

Docket Number:
Class(es): 009 *Sub Status:*
Client: KVH Industries, Inc. *Attorney(s):* SBM CAZ HAS
Agent Name: Foley Hoag LLP *Client Ref:* 04607-7
Owner Name: KVH Industries, Inc. *Agent Ref:*

TRACVISION KVHIN-0000004648/
Venezuela 14364-96 07-Mar-1997 P-201509 Reg./No CR
29-Aug-1996 31-Oct-1997 31-Oct-2007

Docket Number:
Class(es): 009 *Sub Status:*
Client: KVH Industries, Inc. *Attorney(s):* DMW CAZ HAS
Agent Name: Bentata Abogados *Client Ref:* 04607-7
Owner Name: KVH Industries, Inc. *Agent Ref:* 25656-M-1420

NEGATIVE PLEDGE AGREEMENT -

TRADEMARKS

This AGREEMENT made as of the 27th day of March, 2000, by KVH Industries, Inc., a Delaware corporation, having an address of 50 Enterprise Center, Middletown, Rhode Island 02842 (the "Pledgor") for the benefit of Fleet Capital Corporation having an address of One Federal Street, Boston, Massachusetts 02110 ("Lender").

WITNESSETH:

WHEREAS, Pledgor has executed and delivered to Lender a certain Loan and Security Agreement, of even date herewith, and the agreements, instruments and documents entered into pursuant thereto, or in connection therewith (collectively the "Loan Documents") including any extensions, renewals, replacements, modifications and amendments thereof;

WHEREAS, the Pledgor has agreed not to sell, encumber or transfer in any way any of its trademarks and trademark applications, more particularly described on Exhibit A attached hereto and made a part hereof (the "Property"), except as set forth herein.

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein the parties hereto agree as follows:

1. All capitalized terms not otherwise defined herein shall have the meanings given in the Loan Agreement.
2. Pledgor agrees not to create, assume or suffer to exist any mortgage, pledge, encumbrance, lien, security interest, collateral assignment or other charge of any kind upon the Property except in favor of the Lender.
3. Without the prior written consent of Lender, Pledgor agrees not to sell, transfer, license, exchange, assign or otherwise dispose of the Property; provided, however, that the foregoing restriction shall not apply, (i) for so long as no Default or Event of Default exists, to dispositions of the Property which is not used or useful in the business of Pledgor, which, in the aggregate during any consecutive twelve-month period, has a fair market value of \$50,000 or less, provided that all proceeds thereof are remitted to the Lender as provided under the Loan Agreement, and (ii) pick up text from other agreement.
4. Pledgor agrees not to grant a negative pledge agreement or any other instrument similar to this Agreement to any person other than Lender.
5. Pledgor agrees that its failure to comply with the terms hereof shall constitute an Event of Default as defined in the Loan Documents.
6. Representations and Warranties. The Pledgor represents and warrants to the Lender that:

(a) Pledgor is duly organized, validly existing and in good standing under the laws of the state of its incorporation, is duly qualified to do business and in good standing in each jurisdiction in which the character of its properties or the transaction of its business makes such qualification necessary and has full power to own its properties, to carry on its business as now conducted and to execute, deliver and perform this Agreement;

(b) the execution, delivery and performance of this Agreement and the granting of a negative pledge pursuant hereto: (i) have been duly authorized by all requisite action, on its part, (ii) do not require the consent of any party (including, without limitation, its stockholders and creditors), (iii) will not (A) violate its charter or by-laws, (B) violate any law or regulation or any order of any court, tribunal or governmental agency binding on it or any of its properties, (C) violate or constitute (after due notice or lapse of time or both) a default under any indenture, agreement, license or other instrument or contract to which it is a party or by which it or any of its properties is bound or (D) result in the creation or imposition of any lien of any nature whatsoever on any of its assets (except liens created hereby) and (iv) do not require any filing or registration with, or any permit, license, consent or approval of, any governmental agency or regulatory authority;

(c) this Agreement has been duly executed and delivered by the Pledgor and is a legal, valid and binding obligation, enforceable against the Pledgor in accordance with its terms; and

(d) the Pledgor is the record and beneficial owner of, and has good and valid title to, the Property, subject to no pledge, mortgage, security interest, collateral assignment, lien or encumbrance whatsoever (except liens in favor of Lender).

6. This Agreement shall inure to, and be binding upon, the parties hereto and their successors and assigns.

7. If all sums and indebtedness owing under the Loan Documents shall be fully and indefeasibly paid in cash pursuant to their tenor, and all other obligations, agreements and provisions in the Loan Documents are fully kept and performed, then this Agreement shall become null and void (and Lender shall deliver to Pledgor a discharge of this Agreement in form suitable for recording with the Patent and Trademark Office).

IN WITNESS WHEREOF, the Pledgor has caused this Agreement to be executed and delivered as an instrument under seal out of the day and year first above written.

KVH INDUSTRIES, INC.

By: 

Name: Richard Forsyth

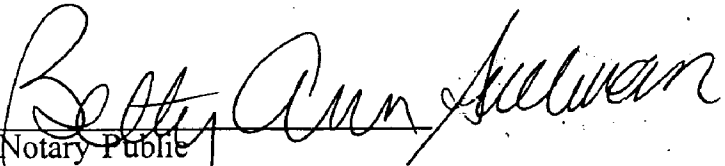
Title: Chief Financial Officer

COMMONWEALTH OF MASSACHUSETTS

Suffolk, ss

March 27, 2000

Then personally appeared the above-named Richard Forsyth, and stated that he is the duly authorized Chief Financial Officer of KVH Industries, Inc. (the "Pledgor"), and acknowledged the foregoing instrument to be his free act and deed, and the free act and deed of said Pledgor, before me,


Notary Public
My Commission Expires:

BETTY ANN SULLIVAN, NOTARY PUBLIC
My Commission Expires April 8, 2005

EXHIBIT A

Trademark

Registration No.

See attached Trademark List



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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(DESIGN)	KVHIN-0000071416/ United States of America	76/480694 07-Jan-2003			Pending	
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Foley Hoag LLP
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): JLW GTM JLW
Client Ref: 04607-7
Agent Ref:

AUTOGYRO	KVHIN-0000006124/ United States of America	74/442480 30-Sep-1993	03-May-1994	1879154 14-Feb-1995	Registered	14-Feb-2005
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Foley Hoag LLP
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): DMW CAZ HAS
Client Ref: 04607-7
Agent Ref:

AZIMUTH	KVHIN-0000003336/ European Community	235630 01-Apr-1996	20-Dec-1999		Published	01-Apr-2006
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Bureau Gevers S.A.
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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AZIMUTH	KVHIN-0000000037/ United States of America	75/001476 04-Oct-1995	08-Apr-1997	2075009 01-Jul-1997	Registered	01-Jul-2007
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Foley Hoag LLP
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

DATA-SCOPE (STYLIZED)	KVHIN-0000004436/ United States of America	75/097807 02-May-1996	21-Oct-1997	2128188 13-Jan-1998	Registered	13-Jan-2008
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Foley Hoag LLP
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

DESIGN	KVHIN-0000069480/ United States of America	78/125335 01-May-2002			Pending	
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Foley Hoag LLP
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): JLW GTM HAS
Client Ref: 04607-7
Agent Ref:



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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ECORE (AND DESIGN)	KVHIN-0000006125/ United States of America	74/407191 28-Jun-1993	02-Aug-1994	1859476 25-Oct-1994	Registered	25-Oct-2004
		Docket Number: 009 Class(es): 009 Client: KVH Industries, Inc. Agent Name: Foley Hoag LLP Owner Name: KVH Industries, Inc.				

Sub Status: HAS
 Attorney(s): DMW CAZ
 Client Ref: 04607-7
 Agent Ref:

KVH (AND DESIGN)	KVHIN-0000003326/ Australia	703941 07-Mar-1996	30-Jan-1997	703941 05-Jun-1997	Registered	07-Mar-2006
		Docket Number: 009 Class(es): 009 Client: KVH Industries, Inc. Agent Name: Freehill Patent & Trade Mark Services Owner Name: KVH Industries, Inc.				

Sub Status: HAS
 Attorney(s): SBM CAZ
 Client Ref: 04607-7
 Agent Ref:

KVH (AND DESIGN)	KVHIN-0000003327/ Canada	807974 22-Mar-1996	44/2206 05-Feb-1997	479199 30-Jul-1997	Registered	30-Jul-2012
		Docket Number: 009 Class(es): 009 Client: KVH Industries, Inc. Agent Name: Riches, McKenzie & Herbert Owner Name: KVH Industries, Inc.				

Sub Status: HAS
 Attorney(s): SBM CAZ
 Client Ref: 04607-7
 Agent Ref:



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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KVH (AND DESIGN)	KVHIN-0000003328/ Denmark	VA02088/1996 26-Mar-1996		VR03855/1996 28-Jun-1996	Registered	28-Jun-2006

Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Plougmann, Vingtoft & Partners
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

KVH (AND DESIGN)	KVHIN-0000003335/ European Community	183624 01-Apr-1996	14-Apr-1998	183624 19-Oct-1998	Registered	01-Apr-2006

Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Bureau Gevers S.A.
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

KVH (AND DESIGN)	KVHIN-0000003329/ France	96618005 27-Mar-1996	96/18	96618005 27-Mar-1996	Registered	26-Mar-2006

Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Cabinet Beau De Lomenie
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

Status
Next Renewal

Trademark

KVH (AND DESIGN)

Registered
31-Mar-2006

Registration
Number/Date

39615338
24-Sep-1996

Publication
Number/Date

39615338.0
28-Mar-1996

Application
Number/Date

Client/Case No./Subcase
Country Name

KVHIN-0000003330/
Germany

Docket Number:

Class(es): 009

Client: KVH Industries, Inc.

Agent Name: Lichtenstein, Komer & Partners

Owner Name: KVH Industries, Inc.

Sub Status: HAS
Attorney(s): SBM CAZ
Client Ref: 04607-7
Agent Ref:

KVH (AND DESIGN)

Registered
01-May-2008

4142573
01-May-1998

08-059948
31-May-1996

KVHIN-0000003331/
Japan

Docket Number:

Class(es): 009

Client: KVH Industries, Inc.

Agent Name: Nakamura & Partners

Owner Name: KVH Industries, Inc.

Sub Status: HAS
Attorney(s): SBM CAZ
Client Ref: 04607-7
Agent Ref:

KVH (AND DESIGN)

Registered
11-Jan-2006

405/63
08-Jun-1997

33864
11-May-1996

KVHIN-0000003332/
Saudi Arabia

Docket Number:

Class(es): 009

Client: KVH Industries, Inc.

Agent Name: TMP AGENTS (AL)

Owner Name: KVH Industries, Inc.

Sub Status: HAS
Attorney(s): SBM CAZ
Client Ref: 04607-7
Agent Ref:

TRADEMARK

REEL: 002833 FRAME: 0066



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status Next Renewal
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KVVH (AND DESIGN)	KVVHIN-0000003334/ United Kingdom	2061503 14-Mar-1996	6137 07-Aug-1996	2061503 22-Nov-1996	Registered 14-Mar-2006
	<i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVVH Industries, Inc. <i>Agent Name:</i> Kilburn & Strode <i>Owner Name:</i> KVVH Industries, Inc.				

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

KVVH (AND DESIGN)	KVVHIN-0000003024/ United States of America	75/047971 29-Jan-1996	28-Jan-1997	2054486 22-Apr-1997	Registered 22-Apr-2007
	<i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVVH Industries, Inc. <i>Agent Name:</i> Foley Hoag LLP <i>Owner Name:</i> KVVH Industries, Inc.				

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

SAILCOMP	KVVHIN-0000003339/ European Community	139923 01-Apr-1996	9861 17-Aug-1998	139923 02-Mar-1999	Registered 01-Apr-2006
	<i>Docket Number:</i> <i>Class(es):</i> 009 <i>Client:</i> KVVH Industries, Inc. <i>Agent Name:</i> Bureau Gevers S.A. <i>Owner Name:</i> KVVH Industries, Inc.				

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status Next Renewal
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SAILCOMP	KVHIN-0000002520/ United States of America	73/462879 27-Jan-1984	25-Dec-1984	1323008 05-Mar-1985	Registered 05-Mar-2005
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Foley Hoag LLP
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TACNAV	KVHIN-0000068095/ United States of America	76/209686 13-Feb-2001	02-Jul-2002	2623778 24-Sep-2002	Registered 24-Sep-2012
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Foley Hoag LLP
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACPHONE	KVHIN-0000004651/ Canada	833602 14-Jan-1997	04-Feb-1998	TMA 499730 28-Aug-1998	Registered 28-Aug-2013
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Docket Number:
Class(es):
Client: KVH Industries, Inc.
Agent Name: Riches, McKenzie & Herbert
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status Next Renewal
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TRACPHONE	KVHIN-0000004653/ Mexico	285296 28-Jan-1997		542283 25-Feb-1997	Registered 28-Jan-2007
	<p>Docket Number: <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Basham, Ringe Y Correa, S.C. <i>Owner Name:</i> KVH Industries, Inc.</p> <p><i>Sub Status:</i> <i>Attorney(s):</i> SBM CAZ HAS <i>Client Ref:</i> 04607-7 <i>Agent Ref:</i> 35/39844</p>				

TRACPHONE	KVHIN-0000001542/ United States of America	74734655 26-Sep-1995	18-Jun-1996	2098109 16-Sep-1997	Registered 16-Sep-2007
	<p>Docket Number: <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Foley Hoag LLP <i>Owner Name:</i> KVH Industries, Inc.</p> <p><i>Sub Status:</i> <i>Attorney(s):</i> SBM CAZ HAS <i>Client Ref:</i> 04607-7 <i>Agent Ref:</i></p>				

TRACVISION	KVHIN-0000004654/ Argentina	2044347 13-Aug-1996	27-Nov-1996	1645580 24-Sep-1997	Registered 24-Sep-2007
	<p>Docket Number: <i>Class(es):</i> 009 <i>Client:</i> KVH Industries, Inc. <i>Agent Name:</i> Clarke Modet & Co. <i>Owner Name:</i> KVH Industries, Inc.</p> <p><i>Sub Status:</i> <i>Attorney(s):</i> SBM CAZ HAS <i>Client Ref:</i> 04607-7 <i>Agent Ref:</i></p>				



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status	Next Renewal
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TRACVISION	KVHIN-0000004655/ Brazil	819516759	19-Aug-1997	819516759	Registered	06-Apr-2009
		14-Oct-1996		06-Apr-1999		

Docket Number:
Class(es): 9.35
Client: KVH Industries, Inc.
Agent Name: Pinheiro, Nunes, Arnaud & Scatamburlo, P.C.
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACVISION	KVHIN-0000004650/ Canada	833601	04-Feb-1998	TMA 499728	Registered	28-Aug-2013
		14-Jan-1997		28-Aug-1998		

Docket Number:
Class(es):
Client: KVH Industries, Inc.
Agent Name: Riches, McKenzie & Herbert
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACVISION	KVHIN-0000004649/ Chile	356804	03-Oct-1996	486238	Registered	22-May-2007
				22-May-1997		

Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Estudio Arturo Alessandri
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status Next Renewal
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TRACVISION	KVHIN-0000003338/ European Community	139931 01-Apr-1996	22-Dec-1997	139931 19-Jun-1998	Registered 01-Apr-2006
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Bureau Gevers S.A.
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACVISION	KVHIN-0000004646/ Korea, Republic of	3562796 14-Aug-1996		386633 15-Dec-1997	Registered 15-Dec-2007
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Docket Number:
Class(es): 039
Client: KVH Industries, Inc.
Agent Name: Kim and Cho
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACVISION	KVHIN-0000004652/ Mexico	285297 28-Jan-1997		542284 25-Feb-1997	Registered 28-Jan-2007
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Basham, Ringe Y Correa, S.C.
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref: 35/39836



Trademark	Client/Case No./Subcase Country Name	Application Number/Date	Publication Number/Date	Registration Number/Date	Status Next Renewal
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TRACVISION	KVHIN-0000004647/ Peru	19344 21-Aug-1996	14-Nov-1996	32291 31-Dec-1996	Registered 31-Dec-2006
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Barreda Moller
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACVISION	KVHIN-0000000071/ United States of America	74/587486 19-Oct-1994	11-Jul-1995	1964740 26-Mar-1996	Registered 26-Mar-2006
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Foley Hoag LLP
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): SBM CAZ HAS
Client Ref: 04607-7
Agent Ref:

TRACVISION	KVHIN-0000004648/ Venezuela	14364-96 29-Aug-1996	409 07-Mar-1997	P-201509 31-Oct-1997	Reg./No CR 31-Oct-2007
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Docket Number:
Class(es): 009
Client: KVH Industries, Inc.
Agent Name: Bentata Abogados
Owner Name: KVH Industries, Inc.

Sub Status:
Attorney(s): DMW CAZ HAS
Client Ref: 04607-7
Agent Ref: 25656-M-1420