TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AOS, Inc.		04/08/2005	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Bank of America, N.A.
Street Address:	1101 Wooten Parkway, 4th Floor
Internal Address:	MD9-978-04-01
City:	Rockville
State/Country:	MARYLAND
Postal Code:	20852
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Serial Number:	78173884	OUTPOST COMMUNICATOR
Serial Number:	78199119	SKYPIPE
Registration Number:	2612804	SCRUNCH

OP $90.00 78173884

CORRESPONDENCE DATA

Fax Number: (919)416-8339
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 919 286-8049
Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27650

NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/

Date:	05/16/2005

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 April 8, 2005 (the "Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A. (the "Lender"), the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Lender:

TRADEMARKS

Mark	Registration No.	Registration Date
SCRUNCH and Design	2612804	08/27/02

TRADEMARK APPLICATIONS

Mark	Application No.	Filing Date
OUTPOST COMMUNICATOR	78173884	10/13/02
SKYPIPE	78199119	12/31/02

The Grantors and the Lender hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

AOS, INC., a Texas corporation

By: Sue Robinson

Name: Sue R. Robinson
Title: Chair and Chief Executive Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A.

By:_____
Name: Michael J. Landini
Title: Senior Vice President

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The Grantors and the Lender hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

AOS, INC., a Texas corporation

By:_____
Name:
Title:

Acknowledged and Accepted:

BANK OF AMERICA, N.A.

By: Michael J Landini
Name: Michael J Landini
Title: Senior Vice President

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