TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Freedom Metro Information, Inc.		05/19/2005	CORPORATION:

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, N.A., as Collateral Agent
Street Address:	270 Park Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	Association:

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	78572086	FREEDOM METRO INFORMATION

CH $40.00 78572086

CORRESPONDENCE DATA

Fax Number: (866)459-2899
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 202-783-2700
Email: pagodoa@federalresearch.com
Correspondent Name: CBC Companies dba Federal Research
Address Line 1: 1030 Fifteenth Street, NW, Suite 920
Address Line 2: attn: Penelope J.A. Agodoa
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	06/06/2005

Total Attachments: 6

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Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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):
FREEDOM METRO INFORMATION, INC.

- ☐ Individual(s)
- ☐ Association
- ☐ General Partnership
- ☐ Limited Partnership
- ☑ Corporation-State
- ☐ Other

Additional name(s) of conveying party(ies) attached? ☐ Yes ☑ No

2. Name and address of receiving party(ies)
Name: JPMorgan Chase Bank, N.A., as Collateral Agent
Internal Address:
Street Address: 270 Park Avenue
City: New York State: NY Zip: 10017

- ☐ Individual(s) citizenship
- ☑ Association
- ☐ General Partnership
- ☐ Limited Partnership
- ☐ Corporation-State
- ☐ Other - National Bank

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

Execution Date: 5/19/2005

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
PLEASE SEE ATTACHED SCHEDULE I.

B. Trademark Registration No.(s)
PLEASE SEE ATTACHED SCHEDULE I.

Additional number(s) attached ☑ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Penelope Agodoa
Internal Address: Federal Research Corporation

Street Address: 1030 15th Street, NW
Suite 920

City Washington State: DC Zip: 20005

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)..... 40

- ☐ Enclosed
- ☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Angela Cioffi — Name of Person Signing
Angela Cioffi — Signature
5/19/2005 — Date

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

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

SCHEDULE I

TRADEMARKS

MARK	OWNER	APP. NO.	REG. NO.
FREEDOM METRO INFORMATION	Freedom Metro Information, Inc.	78/572,086	Pending

EXECUTION COPY

GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of May 19, 2005, is executed by FREEDOM METRO INFORMATION, INC. (the "Debtor"), in favor of JPMORGAN CHASE BANK, N.A., as Collateral Agent (in such capacity, the "Secured Party").

A. Reference is made to the Guarantee and Collateral Agreement, dated as of May 18, 2004 (the "Collateral Agreement"), among Freedom Communications Holdings, Inc., Freedom Communications, Inc., each other Subsidiary Loan Party identified therein and the Secured Party. Capitalized terms used herein and not otherwise defined shall have the meanings ascribed thereto in the Collateral Agreement.

B. The Debtor owns the trademark registrations and trademark applications filed in the Debtor's name in the United States Patent and Trademark Office, more particularly described on Schedule 1-A and Schedule 1-B annexed hereto as part hereof (collectively, the "Trademarks").

C. The Debtor hereby grants to the Secured Party a security interest in all right, title and interest of the Debtor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and all proceeds thereof, including any and all causes of action that may exist by reason of infringement thereof for the full term of the Trademarks (the "Collateral"), to secure the payment or performance in full of the Obligations, as defined in the Collateral Agreement.

D. The Debtor does hereby further acknowledge and affirm that the rights and remedies of the Secured Party with respect to the security interest in the Collateral granted hereby are more fully set forth in the Collateral Agreement.

The Secured Party's address is:

Edmond DeForest
JPMorgan Chase Bank, N.A.
270 Park Avenue
New York, NY 10017

[[2507382]]

IN WITNESS WHEREOF, the Debtor has caused this instrument to be executed as of the day and year first above written.

FREEDOM METRO INFORMATION, INC.,

By: _____

Name: Nancy Trillo
Title: Vice President and Controller

[[NYCORP:2507382v1:4436D:05/10/05--08:31 p]]

SCHEDULE 1-A TO GRANT OF SECURITY INTERESTS

TRADEMARK REGISTRATIONS

None.

[[NYCORP:2508932v2:4443F:05/17/05--04:36 p]]

SCHEDULE 1-B TO GRANT OF SECURITY INTERESTS

TRADEMARK APPLICATIONS

MARK	OWNER	APP. NO.	REG. NO.
FREEDOM METRO INFORMATION	Freedom Metro Information, Inc.	78/572,086	Pending

[[NYCORP:2508932v2:4443F:05/17/05--04:36 p]]