

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wachovia Bank		07/15/2005	National Association:
RECEIVING PARTY DATA			
Name:	Transwestern Publishing Company LLC		
Street Address:	8344 Clairemont Mesa Blvd.		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92111		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	1950842	PROJECT RECYCLE!	
Registration Number:	1685310	TRANSWESTERN	
Registration Number:	2521580	WORLDPAGES	
Registration Number:	2369545	COASTAL PAGES	
Registration Number:	2104246	DESERT PAGES	
CORRESPONDENCE DATA			
Fax Number:	(650)802-3100		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	ryan.gallagher@weil.com		
Correspondent Name:	Weil, Gotshal & Manges LLP c/o Ryan Gallagher		
Address Line 1:	767 5th Avenue		
Address Line 4:	New York, NEW YORK 10153		
NAME OF SUBMITTER:	Ryan Gallagher		
Signature:	/Ryan Gallagher/		

CH \$140.00 1950842

Date:

07/22/2005

Total Attachments: 4

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RELEASE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY COLLATERAL
(TRADEMARKS)

This RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL (this "Release"), dated as of July 15, 2005, is made by Wachovia Bank, National Association, as administrative agent (the "Administrative Agent") under the Credit Agreement as defined below. Terms used in this Release and not herein defined shall have the meanings set forth in the Credit Agreement).

WHEREAS, TRANSWESTERN PUBLISHING COMPANY LLC, a Delaware limited liability company ("Company"), WORLDPAGES, INC., a Delaware corporation ("WorldPages"), GREAT WESTERN DIRECTORIES, LP, a Texas limited partnership (formerly Great Western Directories, Inc., a Texas corporation) ("GWD"; Company, WorldPages and GWD each individually referred to herein as a "Borrower" and collectively "Borrowers") and the Administrative Agent entered into that certain Credit and Guaranty Agreement, dated as of February 25, 2004 (as amended by the First Amendment to the Credit and Guaranty dated as of August 24, 2004, the "Credit Agreement"), among the Borrowers, Transwestern Holdings, L.P., a Delaware limited partnership ("Holdings"), certain subsidiaries of Company party thereto, as Guarantors, and the various financial institutions party thereto as lenders thereunder (each individually a "Lender", and collectively the "Lenders"), pursuant to which Credit Agreement the Lenders made credit extensions to the Borrowers;

WHEREAS, in connection with the Credit Agreement, and pursuant to the Pledge and Security Agreement dated as of February 25, 2004 (as amended, the "Security Agreement"), the Borrowers and certain of Company's Subsidiaries granted security interests in certain intellectual property owned by the Borrowers and certain of Company's Subsidiaries, including the intellectual property listed on Annex I attached hereto (all such intellectual property, collectively, the "Patent and Trademark Collateral"); and

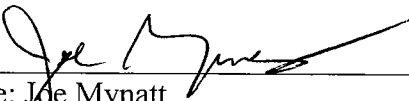
WHEREAS, the Security Agreement was recorded in the U.S. Patent and Trademark Office as further described on Annex I hereto;

NOW THEREFORE, the Administrative Agent hereby **RELEASES**, without representation, recourse or warranty whatsoever, all of its security interest in the Patent and Trademark Collateral, whether granted pursuant to the Security Agreement or any other agreement or document delivered in connection with the Credit Agreement, and the Administrative Agent hereby reassigns any and all such right, title and interest (if any) that the Administrative Agent may have in the Patent and Trademark Collateral to the Borrowers and the applicable Company Subsidiaries.

The Administrative Agent agrees, at the Borrowers' expense, to cooperate with the Borrowers and the Company's Subsidiaries and to provide the Borrowers and the Company's Subsidiaries with the information and additional authorization reasonably required or desirable to effect the release of the Administrative Agent's security interest in the released collateral described herein.

IN WITNESS WHEREOF, the Administrative Agent has executed this Release as of the date first above written.

**WACHOVIA BANK,
NATIONAL ASSOCIATION,**
as Administrative Agent

By: 
Name: Joe Mynatt
Title: Director

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF North Carolina)
)
COUNTY OF Mecklenburg)

On this 13th day of July, 2005 before me, the undersigned, a Notary Public in and for the state aforesaid, personally appeared Joe Mynatt to me known personally, and who, being by me duly sworn, deposes and says that s/he is the Director of the Administrative Agent as described in and which executed the above instrument, and s/he has been authorized to execute said instrument on behalf of said entity pursuant to said authority.

IN WITNESS WHEREOF, I hereto set my hand and official seal.

Michelle M. Bowe
Notary Public
My commission expires: 2/16/2010

Annex I

TRADEMARKS

<u>Grantor</u>	<u>Trademark</u>	<u>Filing Date</u>	<u>Registration No.</u>
Worldpages, Inc.	WORLDPAGES	02/28/02	
Trans Western Publishing Company LLC	PROJECT RECYCLE! & Design	12/14/94	1,950,842
TransWestern Publishing Company LLC	TRANSWESTERN (stylized)	06/24/91	1,685,310
Worldpages, Inc.	WORLDPAGES	0429/99	2,521,580
TransWestern Publishing Company LLC	COASTAL PAGES (SUPPLEMENTAL REG)	10/30/98	2,369,545
TransWestern Publishing Company LLC	DESERT PAGES	05/23/96	2,104,246
Web YP, Inc.	WORLDPAGES (Canada)	10/22/99	TMA564196
Web YP, Inc.	WORLDPAGES (CTM)	12/10/99	1421544
TransWestern Publishing Company LLC	COASTAL PAGES (California)		106366