

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
Scheduled Airlines Traffic Offices, Inc.		08/29/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	101 N. Tryon Street, 15th Floor
Internal Address:	NC1-001-15-02
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2165033	NAVIGATOR
Registration Number:	2048093	NAVIGATOR
Registration Number:	1766258	SATO TRAVEL
Registration Number:	1766257	SATO
Registration Number:	1798106	SATOSTATS
Registration Number:	2690293	SATOTRAVEL

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

OP \$165.00 2165033

900035309

TRADEMARK
REEL: 003186 FRAME: 0782

Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER: 327000.27017NGSITSCHAIR1C

NAME OF SUBMITTER: Charles L. Evans

Signature: /Charles L. Evans/

Date: 11/03/2005

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

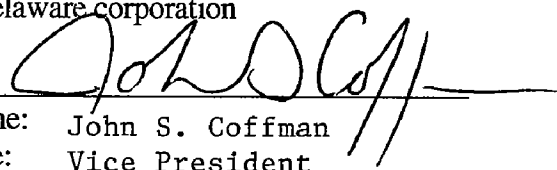
Please be advised that pursuant to the Security Agreement dated as of August 29, 2005 (the "Security Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders 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.

[Signatures on Following Page]

Very truly yours,

SCHEDULED AIRLINES TRAFFIC OFFICES, INC.,
a Delaware corporation

By: 
Name: John S. Coffman
Title: Vice President

Acknowledged and Accepted:

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

By: _____
Name:
Title:

Very truly yours,

SCHEDULED AIRLINES TRAFFIC OFFICES, INC.,
a Delaware corporation

By: _____
Name:
Title:

Acknowledged and Accepted:

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

By: Mollie S. Canup

Name: Mollie S. Canup
Title: Vice President

Schedule 1

Scheduled Airlines Traffic Offices, Inc.

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
NAVIGATOR and Design	2165033	6/16/98
NAVIGATOR	2048093	3/25/97
SATO TRAVEL	1766258	4/20/93
SATO	1766257	4/20/93
SATOSTATS	1798106	10/12/93
SATOTRAVEL	2690293	2/25/03