TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	notice of grant of security interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
GFI Group Inc.		02/24/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	335 Madison Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	2759153	GFI PORTAL
Registration Number:	2728256	DERIVATIVES PORTAL
Registration Number:	2524992	GFINET, INC.
Registration Number:	2507144	GFINET
Registration Number:	2358127	DERIVANET
Registration Number:	2317922	
Registration Number:	2102950	GFI GROUP
Registration Number:	2099047	GFI
Serial Number:	78652243	ENERGYMATCH
Serial Number:	78652236	FREIGHTMATCH
Serial Number:	78614576	EQUITYMATCH
Serial Number:	78614575	GFI EQUITYMATCH
Serial Number:	78473830	CREDITMATCH
Serial Number:	78404947	GFI CREDITMATCH

OP $415.00 2759153

Serial Number:	78389908	GFI
Serial Number:	78139116	CASCADING MODELS

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 27560

ATTORNEY DOCKET NUMBER:	017625.2413NT2GFIGROUPCLE
NAME OF SUBMITTER:	Charles L. Evans
Signature:	/Charles L. Evans/
Date:	03/21/2006

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 Amended and Restated Domestic Security Agreement dated as of February 24, 2006 (as the same may be amended, modified, extended or restated from time to time, the "Domestic Security Agreement") by and among the Grantors from time to time party thereto (each an "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 Domestic Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

GFI GROUP INC.,
a Delaware corporation

By: James A Peers
Name: James A. Peers
Title: Chief Financial Officer

GFI GROUP INC.
INTELLECTUAL PROPERTY NOTICE
TRADEMARKS

Acknowledged and Accepted:

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

By: _____
Name: Sean Cassidy
Title: Senior Vice President

Schedule 1
GFI Group Inc.
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
GFI PORTAL	2759153	9/2/03
DERIVATIVES PORTAL	2728256	6/17/03
GFINET, INC.	2524992	1/1/02
GFINET	2507144	11/13/01
DERIVANET	2358127	6/13/00
DESIGN	2317922	2/15/00
GFI GROUP	2102950	10/7/97
GFI and Design	2099047	9/23/97

Pending Applications

Mark	Application No.	Filing Date
ENERGYMATCH (Block Letters)	78652243	6/16/05
FREIGHTMATCH (Block Letters)	78652236	6/16/05
EQUITYMATCH (Block Letters)	78614576	4/22/05
GFI EQUITYMATCH (Block Letters)	78614575	4/22/05
CREDITMATCH (Block Letters)	78473830	8/26/04
GFI CREDITMATCH (Block Letters)	78404947	4/20/04
GFI (Stylized Letters)	78389908	3/24/04
CASCADING MODELS	78139116	6/26/02

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