

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| World Airways, Inc. | | 03/30/2006 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Wachovia Bank, National Association | | |
| Street Address: | 171 17th Street, N.W. | | |
| City: | Atlanta | | |
| State/Country: | GEORGIA | | |
| Postal Code: | 30363 | | |
| Entity Type: | National Association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1321285 | WORLD AIRWAYS | |
| Registration Number: | 2228546 | WORLD AIRWAYS | |
| Registration Number: | 1321286 | WORLD AIRWAYS | |
| Serial Number: | 78671714 | | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (404)581-8330 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | (404) 581-8275 | | |
| Email: | srbrown@jonesday.com | | |
| Correspondent Name: | Sidney R. Brown | | |
| Address Line 1: | 1420 Peachtree Street, N.E. | | |
| Address Line 2: | Suite 800 | | |
| Address Line 4: | Atlanta, GEORGIA 30309-3053 | | |
| ATTORNEY DOCKET NUMBER: | 974727-068374 | | |
| NAME OF SUBMITTER: | Sidney R. Brown | | |

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|--|-------------------|
| Signature: | /Sidney R. Brown/ |
| Date: | 04/25/2006 |
| Total Attachments: 3 source=World Airways Wachovia Security Interest#page1.tif source=World Airways Wachovia Security Interest#page2.tif source=World Airways Wachovia Security Interest#page3.tif | |

NOTICE OF GRANT OF SECURITY INTEREST
IN TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of March 30, 2006 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Credit Parties party thereto (each a "Credit Party" and collectively, the "Credit Parties") and WACHOVIA BANK, NATIONAL ASSOCIATION, as Agent (the "Agent") for the financial institutions referenced therein (the "Lenders"), the undersigned Credit Party has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the benefit of the Agent and the Lenders:

TRADEMARKS

| | | | |
|------------------------------|--|---------------|---|
| World Airways Name/Symbol | Registered (February 19, 1985; Renewed February 19, 2005) | United States | Registration Number: 1,321,285 Serial Number: 73,469,234 |
| World Airways Name/Symbol | Registered (March 2, 1999) | United States | Registration Number: 2,228,546 Serial Number: 75,437,558 |
| World Airways Name/Symbol | Registered (February 19, 1985; Renewed February 19, 2005) | United States | Registration Number: 1,321,286 Serial Number: 73,469,236 |

Trademark Applications

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|----------------------|---------------------------------|---------------|---|
| World Airways Design | Application filed July 15, 2005 | United States | Registration Number: N/A Serial Number: 78,671,714 |
|----------------------|---------------------------------|---------------|---|

The Credit Parties and the Agent, on behalf of the Lenders, 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 Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

WORLD AIRWAYS, INC.

By: *Reid C. Gibson*
Name: *Reid C. Gibson*
Title: *VP, Treasury and Risk Management*

Trademark Notice

TRADEMARK
REEL: 003296 FRAME: 0831

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Agent

By: David T. Bessy
Name: David T. Bessy
Title: Director

Trademark Notice