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
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	

OP $115.00 1321285

CORRESPONDENCE DATA

Fax Number: (404)581-8330
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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

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

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

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Agent

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