

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Velocity Express Inc.		07/03/2006	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	Wells Fargo Bank, N.A., as Trustee		
Street Address:	Sixth and Marquette		
Internal Address:	Corporate Trust Services, Mac N9303-120		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55479		
Entity Type:	national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 3</b>			
Property Type	Number	Word Mark	
Registration Number:	2660102	VXP	
Registration Number:	2817675	VELOCITY	
Registration Number:	2684089	VELOCITY EXPRESS	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(612)977-8650		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	612.977.8676		
Email:	abond@briggs.com		
Correspondent Name:	Andrea M. Bond		
Address Line 1:	80 South Eighth Street		
Address Line 2:	2200 IDS Center		
Address Line 4:	Minneapolis, MINNESOTA 55402		
ATTORNEY DOCKET NUMBER:	23589.90		
NAME OF SUBMITTER:	Andrea M. Bond		

CH \$90.00 2660102

Signature:

/Andrea M. Bond/

Date:

07/21/2006

Total Attachments: 2

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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 July 3, 2006 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by Velocity Express Inc., a Delaware corporation ("Assignor"), and the other Grantor Parties identified therein, to and in favor of Wells Fargo Bank, N.A., a national banking association, as trustee ("Assignee"), Assignor has granted to Assignee a continuing security interest in and lien upon the trademarks and the registrations and applications for registration thereof identified on Exhibit A.

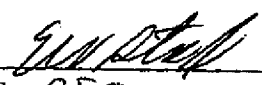
Assignor and Assignee hereby acknowledge and agree that the security interest in the trademarks, registrations and applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark.

Very truly yours,

Dated: July 3, 2006

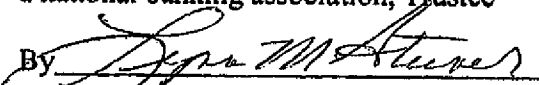
Velocity Express Inc.

By

  
\_\_\_\_\_  
Its CEO

Acknowledged and Accepted:

Wells Fargo Bank, N.A.,  
a national banking association, Trustee

By   
\_\_\_\_\_  
Its Vice President

**EXHIBIT A**

**Trademarks, Registrations and Applications**

<b><u>Mark</u></b>	<b><u>Country</u></b>	<b><u>Registration No.</u></b>	<b><u>Registration Date</u></b>
VXP	U.S.	2660102	Dec. 10, 2002
Velocity	U.S.	2817675	Feb. 24, 2004
Velocity Express	U.S.	2684089	Feb. 04, 2003