

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
Brightpoint, Inc.		02/16/2007	CORPORATION: INDIANA

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	231 S. LaSalle Street
Internal Address:	IL1-231-08-30
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60697
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	3014056	BRIGHTPOINT YOUR SUCCESS IS OUR BUSINESS.
Registration Number:	3014045	BRIGHTPOINT YOUR SUCCESS IS OUR BUSINESS
Registration Number:	2891278	ACCESSPOINT A BRIGHTPOINT DEALER NETWORK
Registration Number:	2869499	AP ACCESSPOINT A BRIGHTPOINT DEALER NETWORK
Registration Number:	2729911	BRIGHTPOINT ONLINE
Registration Number:	2825587	BRIGHTPOINT DIRECT
Registration Number:	2353363	BRIGHTPOINT
Registration Number:	2247244	
Registration Number:	2170782	BRIGHTPOINT
Registration Number:	2095698	BRIGHTLINK
Serial Number:	78780832	FONO
Serial Number:	78686290	E
Serial Number:	78635822	MEDIAMILKSHAKE.COM

OP \$440.00 3014056

Serial Number:	78559989	FONO WIRELESS
Serial Number:	78372845	BRIGHTPOINT CREATIVE WIRELESS DISTRIBUTION · CUSTOMER COMMITMENT · CUSTOMIZED SERVICES
Serial Number:	78368830	BRIGHTPOINT CREATIVE WIRELESS DISTRIBUTION CUSTOMER COMMITMENT CUSTOMIZED SERVICES
Serial Number:	78635685	MEDIAMILKSHAKE

CORRESPONDENCE DATA

Fax Number: (919)416-8363
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 9192868041
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:	17625.3866NTBRITEPOINTJES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	02/27/2007

Total Attachments: 3
source=NGSI-T Brightpoint, Inc#page1.tif
source=NGSI-T Brightpoint, Inc#page2.tif
source=NGSI-T Brightpoint, Inc#page3.tif

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

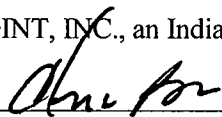
Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement (as the same may be amended, modified, supplemented, extended and restated from time to time, the "Security Agreement") dated as of February 16, 2007 by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as administrative agent (in such capacity, 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 shown 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 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,

BRIGHTPOINT, INC., an Indiana corporation

By: 

Name: Anthony W. Boor

Title: Executive Vice President, Chief Financial Officer
& Treasurer

Acknowledged and Accepted:

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

By: _____

Name: William J. Faidell

Title: Assistant Vice President

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 and Pledge Agreement (as the same may be amended, modified, supplemented, extended and restated from time to time, the "Security Agreement") dated as of February 16, 2007 by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as administrative agent (in such capacity, 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 shown 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 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,

BRIGHTPOINT, INC., an Indiana corporation

By: _____

Name: Anthony W. Boor

Title: Executive Vice President, Chief Financial Officer
& Treasurer

Acknowledged and Accepted:

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

By:  _____

Name: William J. Faidell

Title: Assistant Vice President

**Brightpoint, Inc.
(Indiana Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
BRIGHTPOINT YOUR SUCCESS IS OUR BUSINESS and Design	3014056	11/08/05
BRIGHTPOINT YOUR SUCCESS IS OUR BUSINESS	3014045	11/08/05
ACCESSPOINT A BRIGHTPOINT DEALER NETWORK	2891278	10/05/04
AP ACCESSPOINT A BRIGHTPOINT DEALER NETWORK	2869499	08/03/04
BRIGHTPOINT ONLINE	2729911	06/24/03
BRIGHTPOINT DIRECT	2825587	03/23/04
BRIGHTPOINT	2353363	05/30/00
Design only	2247244	05/25/99
BRIGHTPOINT and Design	2170782	07/07/98
BRIGHTLINK	2095698	09/09/97

Pending Applications

Mark	Application No.	Filing Date
FONO	78780832	12/27/05
E and Design	78686290	08/05/05
MEDIAMILKSHAKE.COM	78635822	05/24/05
MEDIAMILKSHAKE	78635685	05/24/05
FONO WIRELESS	78559989	02/03/05
BRIGHTPOINT CREATIVE WIRELESS DISTRIBUTION CUSTOMER COMMITMENT CUSTOMIZED SERVICES and Design	78372845	02/24/04
BRIGHTPOINT CREATIVE WIRELESS DISTRIBUTION CUSTOMER COMMITMENT CUSTOMIZED SERVICES	78368830	02/17/04

BRIGHTPOINT, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS