

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                                  |  |  |                       |
|----------------------------------|--|--|-----------------------|
| <b>SUBMISSION TYPE:</b>          | NEW ASSIGNMENT   |  |                       |
| <b>NATURE OF CONVEYANCE:</b>     | SECURITY INTEREST  |  |                       |
| <b>CONVEYING PARTY DATA</b>      |  |  |                       |
| <b>Name</b>                      | <b>Formerly</b>  | <b>Execution Date</b>                        | <b>Entity Type</b>    |
| GLOBAL TOUCH TELECOM             |  | 04/30/2007                                   | CORPORATION: DELAWARE |
| <b>RECEIVING PARTY DATA</b>      |  |  |                       |
| <b>Name:</b>                     | AGILITY CAPITAL, LLC   |  |                       |
| <b>Street Address:</b>           | 226 E. Canon Perdido Street  |  |                       |
| <b>Internal Address:</b>         | Suite F  |  |                       |
| <b>City:</b>                     | Santa Barbara  |  |                       |
| <b>State/Country:</b>            | CALIFORNIA   |  |                       |
| <b>Postal Code:</b>              | 93101  |  |                       |
| <b>Entity Type:</b>              | LIMITED LIABILITY COMPANY: CALIFORNIA  |  |                       |
| <b>PROPERTY NUMBERS Total: 5</b> |  |  |                       |
| <b>Property Type</b>             | <b>Number</b>  | <b>Word Mark</b>                             |                       |
| <b>Serial Number:</b>            | 78529453   | SIPTALK                                      |                       |
| <b>Serial Number:</b>            | 77023362   | GLOBALTOUCH                                  |                       |
| <b>Serial Number:</b>            | 77023731   | CALLING THE WORLD HOME                       |                       |
| <b>Serial Number:</b>            | 77023726   | GLOBAL TOUCH TELECOM                         |                       |
| <b>Serial Number:</b>            | 77023748   | AS MUCH AS YOU WANT OR AS LITTLE AS YOU NEED |                       |
| <b>CORRESPONDENCE DATA</b>       |  |  |                       |
| <b>Fax Number:</b>               | (858)550-6420  |  |                       |
|                                  | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |  |                       |
| <b>Phone:</b>                    | 858-550-6403   |  |                       |
| <b>Email:</b>                    | erin.obrien@cooley.com   |  |                       |
| <b>Correspondent Name:</b>       | Erin O'Brien   |  |                       |
| <b>Address Line 1:</b>           | c/o Cooley Godward Kronish LLP   |  |                       |
| <b>Address Line 2:</b>           | 4401 Eastgate Mall   |  |                       |
| <b>Address Line 4:</b>           | San Diego, CALIFORNIA 92121  |  |                       |

**CH \$140.00 78529453**

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|--|----------------|
| ATTORNEY DOCKET NUMBER:  | 305948-126     |
| NAME OF SUBMITTER:   | Erin O'Brien   |
| Signature:   | /Erin O'Brien/ |
| Date:  | 05/01/2007     |
| Total Attachments: 4<br>source=Global Touch signed IPSA#page1.tif<br>source=Global Touch signed IPSA#page2.tif<br>source=Global Touch signed IPSA#page3.tif<br>source=Global Touch signed IPSA#page4.tif |                |

## INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT is entered into as of April 30, 2007 by and between AGILITY CAPITAL, LLC ("Lender") and GLOBAL TOUCH TELECOM, a Delaware corporation ("Grantor").

### RECITALS

Lender has agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Loans") in the amounts and manner set forth in that certain Loan Agreement by and between Lender and Grantor (as amended from time to time, the "Loan Agreement") dated of even date herewith. Capitalized terms used herein have the meaning assigned in the Loan Agreement. Lender is willing to make the credit extensions to Grantor, but only upon the condition, among others, that Grantor shall grant to Lender a security interest in all of Grantor's right title, and interest in, to and under all of the Collateral whether presently existing or hereafter acquired

NOW, THEREFORE, Grantor agrees as follows:

### AGREEMENT

To secure performance of Grantor's obligations under the Loan Agreement, Grantor grants to Lender a security interest in all of Grantor's right, title and interest in Grantor's intellectual property (including without limitation those Copyrights, Patents and Trademarks listed on Exhibits A, B and C hereto), including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits). This security interest is granted in conjunction with the security interest granted to Lender under the Loan Agreement. Each right, power and remedy of Lender provided for herein shall not preclude the simultaneous or later exercise by Lender of any or all other rights, powers or remedies.

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed as of the first date written above.

Address of Borrower:

11845 West Olympic Blvd., Suite 600  
Los Angeles, CA 90064  
Attn: James Maddox

GLOBAL TOUCH TELECOM

By: 

Title: CHIEF EXECUTIVE OFFICER

Address of Lender:

226 E. Canon Perdido Street, Suite F  
Santa Barbara, CA 93101

AGILITY CAPITAL, LLC

By: 

Title: Chief Credit Officer

**EXHIBIT A**

**Copyrights**

| <b>Title</b> | <b>Registration Number</b> | <b>Registration Date</b> |
|--------------|----------------------------|--------------------------|
|--------------|----------------------------|--------------------------|

**EXHIBIT B**

**Patents**

| <u>Title</u>              | <u>Serial/ Patent Number</u> | <u>Application/ Issue Date</u> |
|---------------------------|------------------------------|--------------------------------|
| <b>Provisional Patent</b> | <b>Appl No. 60-856,187</b>   | <b>10/27/2006</b>              |

**EXHIBIT C****Trademarks**

| <u>Description</u>       | <u>Serial / Registration Number</u> | <u>Application / Registration Date</u> |
|--------------------------|-------------------------------------|--|
| SipTalk                  | 78/529,453                          | 12/28/2005                             |
| GlobalTouch              | 77023362                            | 10/17/2006                             |
| "Calling the World Home" | 77023731                            | 10/18/2006                             |
| GlobalTouch Telecom      | 77023726                            | 10/18/2006                             |
| "As much as you want..." | 77023748                            | 10/17/2006                             |

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