

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
AIR TRANSPORT INTERNATIONAL LIMITED LIABILITY COMPANY		05/16/2007	LIMITED LIABILITY COMPANY: NEVADA
RECEIVING PARTY DATA			
Name:	SunTrust Bank		
Street Address:	303 Peachtree Street, NE		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30308		
Entity Type:	CORPORATION: GEORGIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2112289	ATI	
Registration Number:	2119580	AIR TRANSPORT INTERNATIONAL	
CORRESPONDENCE DATA			
Fax Number:	(404)881-7777		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	404-881-7000		
Email:	barbara.yates@alston.com		
Correspondent Name:	Laura Kees, Esquire		
Address Line 1:	1201 W. Peachtree Street		
Address Line 2:	c/o Alston & Bird LLP		
Address Line 4:	Atlanta, GEORGIA 30309-3424		
ATTORNEY DOCKET NUMBER:	323354		
NAME OF SUBMITTER:	Laura Kees		

OP \$65.00 2112289

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TRADEMARK
REEL: 003556 FRAME: 0143

Signature:

/Laura Kees/

Date:

06/06/2007

Total Attachments: 5

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GRANT OF SECURITY INTEREST
PATENTS AND TRADEMARKS

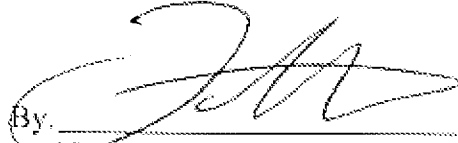
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, AIR TRANSPORT INTERNATIONAL LIMITED LIABILITY COMPANY, a Nevada limited liability company (the "Grantor"), with principal offices at One Cantrell Center, 2800 Cantrell Road, Little Rock, Arkansas 72202, hereby assigns and grants to SUNTRUST BANK, as Administrative Agent (the "Grantee") with principal offices at 303 Peachtree Street, NE, 3rd Floor, Atlanta, Georgia 30308, a security interest in (i) all of the Grantor's right, title and interest in and to the trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto; (ii) all of the Grantor's right, title and interest in and to the patents and patent applications (the "Patents") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Security Agreement referred to below) of the Marks and Patents, (iv) the goodwill of the businesses with which the Marks are associated and, (v) all causes of action arising prior to or after the date hereof for infringement of any of the Marks and Patents or unfair competition regarding the same.

THIS GRANT OF SECURITY INTEREST (this "Grant"), is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Guarantee and Collateral Agreement, among Grantor, the other assignors from time to time party thereto and the Grantee, dated as of May 16, 2007 (as the same may be amended, restated, modified and/or supplemented from time to time, the "Security Agreement").

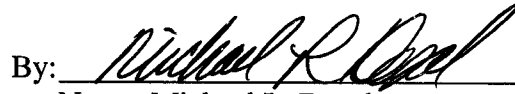
This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 16th
day of May, 2007.

AIR TRANSPORT INTERNATIONAL
LIMITED LIABILITY COMPANY, as Grantor

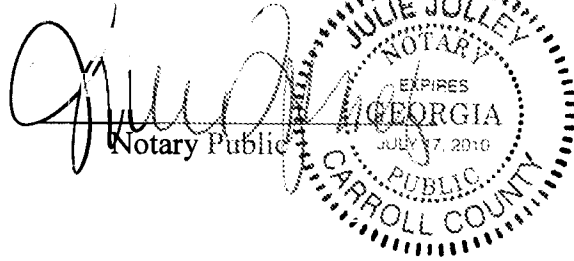
By: 
Name: Todd A. Hunter
Title: Sole Manager

SUNTRUST BANK
as Administrative Agent, as Grantee

By: 
Name: Michael L. Dosal
Title: Senior Vice President

STATE OF GEORGIA)
) ss.:
COUNTY OF FULTON)

On this 16th day of May, 2007, before me personally came Todd A. Hunter who, being by me duly sworn, did state as follows: that he is the Sole Manager of AIR TRANSPORT INTERNATIONAL LIMITED LIABILITY COMPANY, that he is authorized to execute the foregoing Grant on behalf of said limited liability company and that he did so by authority of the Manager of said limited liability company.

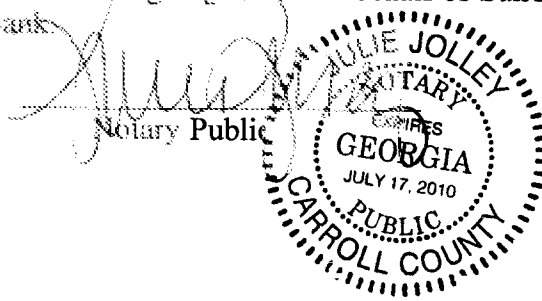


STATE OF GEORGIA)

ss.:

COUNTY OF FULTON

On this 16th day of May, 2007, before me personally came Michael L. Dosal who, being by me duly sworn, did state as follows: that he is a Senior Vice President of SUNTRUST BANK, that he is authorized to execute the foregoing Grant on behalf of SunTrust Bank and that he did so by authority of SunTrust Bank.



SCHEDULE A

<u>Mark</u>	<u>Reg. Number.</u>	<u>Reg. Date</u>
ATI	2112289	November 11, 1997
Air Transport International	2119580	December 9, 1997