

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
Direct Group, LLC		05/01/2007	LIMITED LIABILITY COMPANY: DELAWARE
MCR Direct Mail, LLC		05/01/2007	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Laminar Direct Capital L.P., as Collateral Agent
Street Address:	10000 Memorial Drive
Internal Address:	Suite 500
City:	Houston
State/Country:	TEXAS
Postal Code:	77024
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	3048733	DIRECT GROUP
Registration Number:	3052337	WHERE SMART BUSINESS MAILS
Registration Number:	2789625	POSTAL OPTIMIZER
Serial Number:	78735538	DIRECT MATCH

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

OP \$115.00 3048733

Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER: 033532.062NTDMACQ2JES

NAME OF SUBMITTER: John E. Slaughter

Signature: /John E. Slaughter/

Date: 06/29/2007

Total Attachments: 3
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Subdebt Security and Pledge Agreement dated as of May 1, 2007 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors"), and Laminar Direct Capital L.P., as Collateral Agent (the "Collateral Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted and hereby grants a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Collateral Agent for the ratable benefit of the Lenders, subject to and upon the terms and conditions of the Agreement, which are incorporated herein by reference:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
3048733	DIRECT GROUP	1/24/2006
3052337	WHERE SMART BUSINESS MAILS	6/24/2004
2789625	POSTAL OPTIMIZER	12/2/2003

TRADEMARK APPLICATIONS

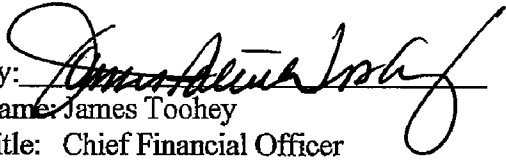
<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
78/735,538	DIRECT MATCH	10/18/2005

[Signature Page Follows]

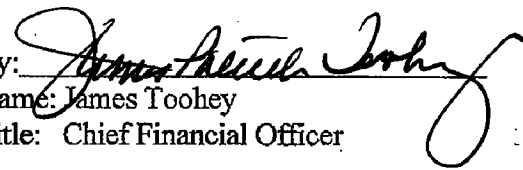
The Obligors and the Collateral Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

DIRECT GROUP, LLC

By: 
Name: James Toohy
Title: Chief Financial Officer

MCR DIRECT MAIL, LLC

By: 
Name: James Toohy
Title: Chief Financial Officer

Acknowledged and Accepted:

LAMINAR DIRECT CAPITAL L.P., as Collateral Agent

By: _____
Name: _____
Title: _____

NOTICE OF GRANT OF SECURITY INTEREST

TRADEMARK
REEL: 003571 FRAME: 0178

The Obligors and the Collateral 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 Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

DIRECT GROUP, LLC

By: _____

Name: James Toohey

Title: Chief Financial Officer

MCR DIRECT MAIL, LLC

By: _____

Name: James Toohey

Title: Chief Financial Officer

Acknowledged and Accepted:

LAMINAR DIRECT CAPITAL L.P., as Collateral Agent

By: Robert J. Seidel
Name: _____
Title: _____

NOTICE OF GRANT OF SECURITY INTEREST