

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Release of Security Interest in Intellectual Property

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
TCP Agency Services, LLC		07/31/2007	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Business Telecom, Inc.
<b>Street Address:</b>	7037 Old Madison Pike, Suite 400
<b>City:</b>	Huntsville
<b>State/Country:</b>	ALABAMA
<b>Postal Code:</b>	35806
<b>Entity Type:</b>	CORPORATION: NORTH CAROLINA

**PROPERTY NUMBERS Total: 22**

Property Type	Number	Word Mark
Registration Number:	2071650	DELTACOM
Registration Number:	2071715	DELTACOM
Registration Number:	2405331	ITC^DELTACOM
Registration Number:	2405335	ITC^DELTACOM
Registration Number:	2407859	ITC DELTACOM
Registration Number:	2407860	ITC DELTACOM
Serial Number:	76010576	E^COM
Registration Number:	2528538	E^DELTACOM
Registration Number:	2900348	EVERYBODY'S TALKING
Registration Number:	2427897	BTI
Registration Number:	2461862	BTI TELECOMMUNICATIONS SERVICES
Registration Number:	2426407	BTINET
Registration Number:	2429877	D.S. LYNX
Registration Number:	2533513	D.S.LYNX

CH \$565.00 2071650

Registration Number:	2577608	INVOICE ONLINE
Registration Number:	2563320	MAX COMMERCE
Registration Number:	2561449	MAX COMMERCE A BTI COMPANY
Registration Number:	2711255	SIMPLICI-T
Serial Number:	76488925	TELECOM SIMPLIFIED
Registration Number:	2581457	THE FASTEST CAT ON THE NET
Registration Number:	2874175	VOICEPACK
Serial Number:	76614474	THINK OUTSIDE THE BELL

**CORRESPONDENCE DATA**

Fax Number: (917)777-2432  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 2127352432  
Email: mfagin@skadden.com  
Correspondent Name: Matthew Fagin  
Address Line 1: 4 Times Square  
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	091450/2
NAME OF SUBMITTER:	Matthew Fagin
Signature:	/Matthew Fagin/
Date:	07/31/2007

**Total Attachments: 8**  
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**RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY**

This RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY ("Release") is given as of this 31st day of July, 2007, by TCP AGENCY SERVICES, LLC, a Delaware limited liability company located at 2951 28<sup>th</sup> Street, Suite 1000, Santa Monica, CA 90405, in its capacity as Collateral Agent for the Secured Parties (together with its successors in such capacities, the "Assignor"), in favor of BUSINESS TELECOM, INC., a North Carolina corporation, located at 7037 Old Madison Pike, Suite 400, Huntsville, Alabama 35806, in its capacity as Obligor and Subsidiary Guarantor ("Assignee").

Capitalized terms used in this Release, but not defined herein, shall have the respective meanings ascribed to them in the Intellectual Property Security Agreement or Security Agreement referred to below, as applicable.

**WHEREAS**, Assignor and other Obligors and Assignee and entered into that certain Security Agreement, dated as of July 26, 2005 (as at any time amended, the "Security Agreement"), and Assignor and other Obligors and Assignee entered into that certain Intellectual Property Security Agreement, dated as of July 26, 2005 (as at any time amended, the "Intellectual Property Security Agreement");

**WHEREAS**, the Intellectual Property Security Agreement was recorded with the U.S. Patent and Trademark Office on August 2, 2005, at Reel 3132/Frame 0609;

**WHEREAS**, pursuant to the Security Agreement and the Intellectual Property Security Agreement, Assignee granted to Assignor, for the benefit of the Secured Parties, a security interest in all of Assignee's right, title and interest in, to and under the Copyright Collateral, the Patent Collateral and the Trademark Collateral listed on Exhibit A hereto, in each case, whether then existing or thereafter created or acquired;

**WHEREAS**, the Parties desire that Assignor terminate and release its security interest in the Copyright Collateral, Patent Collateral, and Trademark Collateral.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

Assignor hereby terminates and releases its continuing security interest in the all right, title and interest in the Copyright Collateral, Patent Collateral, and Trademark Collateral, and reassigns any and all interest that it may have therein to Assignee.


Assignor hereby authorizes Assignee or Assignee's authorized representative to (i) record this Release with the United States Patent and Trademark Office, (ii) file UCC Financing Statement Amendments with the applicable filing office in order to memorialize the release of any security interest of Assignor in the Trademark Collateral, and/or (iii) otherwise file this Release.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Assignor has caused this RELEASE OF SECURITY INTEREST IN TRADEMARKS to be executed and delivered by its officer thereunto duly authorized as of the date above first written.

**ASSIGNOR:**

TCP AGENCY SERVICES, LLC  
By: Tennenbaum Capital Partners, LLC  
Its: Managing Member

  
By: \_\_\_\_\_  
Name: HOWARD LEVKOWITZ  
Title: MANAGING PARTNER

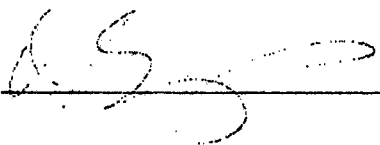
[Signature Page to Release of Security Interest]

**CERTIFICATE OF ACKNOWLEDGEMENT**

State of California)  
County of Los Angeles)

On July 30, 2007 before me, D. Beauchamp, Notary Public personally appeared Howard M. Levkowitz personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument are the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature  (Seal)



**EXHIBIT A TO RELEASE OF SECURITY INTEREST IN INTELLECTUAL  
PROPERTY**

**SCHEDULE 1**

**COPYRIGHT COLLATERAL**

<b><u>Author/Claimant</u></b>	<b><u>Titles</u></b>	<b><u>Registration Number</u></b>	<b><u>Date Created Published Registration</u></b>
Interstate FiberNet, Inc.  * Acquired by merger with AvData Systems in 1999	ADVANCED wireless solutions	TX4680412	1997  03/01/1997  06/09/1997
Interstate FiberNet, Inc.  * Acquired by merger with AvData Systems in 1999	Advanced enterprise solutions: AvData's levels of network management services.	TX4643784	1997  07/01/1997  07/21/1997
Interstate FiberNet, Inc.  * Acquired by merger with AvData Systems in 1999	Frame relay: Know the right questions before making the investment.	TX4583918	1997  03/01/1997  06/09/1997
Interstate FiberNet, Inc.  * Acquired by merger with AvData Systems in 1999	The NPCS Network Challenge	TX4601538	1997  02/01/1997  06/09/1997

**SCHEDULE 2**

**PATENT COLLATERAL**

NONE

**SCHEDULE 3**

**TRADEMARK COLLATERAL**

<u>Owner</u>	<u>Trademark (all U.S.)</u>	<u>Reg. No. / Serial No.</u>	<u>Registration Date/ Filing Date</u>	<u>Date Affidavit of Use and/or Renewal is Due; whether the Affidavit of Use and/or Renewal has been filed</u>
ITC^DeltaCom, Inc.	DELTACOM (Classes 38 and 42)	2,071,650	06/17/1997	Renewal and Affidavit of Use due 06/17/2007.
ITC^DeltaCom, Inc.	DELTACOM (& Design) (Classes 38 and 42)	2,071,715	06/17/1997	Renewal and Affidavit of Use due 06/17/2007.
ITC^DeltaCom, Inc.	ITC^DELTACOM (Class 38)	2,405,331	11/21/2000	Affidavit of Use due 11/21/06; Renewal and Affidavit of Use due 11/21/10.
ITC^DeltaCom, Inc.	ITC^DELTACOM (Class 42)	2,405,335	11/21/2000	Affidavit of Use due 11/21/06; Renewal and Affidavit of Use due 11/21/10.
ITC^DeltaCom, Inc..	ITC DELTACOM (& Design) (Class 38)	2,407,859	11/28/2000	Affidavit of Use due 11/28/06; Renewal and Affidavit of Use due 11/28/10.
ITC^DeltaCom, Inc.	ITC DELTACOM (& Design) (Class 42)	2,407,860	11/28/2000	Affidavit of Use due 11/28/06; Renewal and Affidavit of Use due 11/28/10.
ITC^DeltaCom, Inc.	E^COM (Classes 37, 38 and 42)	76/010,576	03/27/2000	Renewal and Affidavit of Use due 09/8/10.
ITC^DeltaCom, Inc.	E^DELTACOM (Classes 37, 38 and 42)	2,528,538	01/08/2002	Affidavit of Use due 01/08/08; Renewal and Affidavit of Use due 01/08/12.
ITC^DeltaCom Communications, Inc.	EVERYBODY'S TALKING (Class 38)	2,900,348	11/01/2004	Renewal and Affidavit of use due 05/02/10.
ITC^DeltaCom Communications, Inc.	GRAPEVINE (Class 38)	76/463,744	11/01/2002	Lost on appeal.
ITC^DeltaCom Communications, Inc.	GRAPEVINE EVERYBODY'S TALKING (Class 38)	76/463,530	11/01/2002	Abandoned.
Interstate FiberNet, Inc.	SCIENTIFIC TELECOM (& Design) (Classes 37, 38 and 42)	1,348,561	07/09/1985	Abandoned.
Interstate FiberNet, Inc.	AVDATA (Class 37)	2,158,977	05/19/1998	Abandoned.
Interstate FiberNet, Inc.	AVDATA (Class 42)	2,202,649	11/10/1998	Abandoned.
Interstate FiberNet, Inc.	AVDATA (& Design) (Class 37)	2,160,578	05/26/1998	Abandoned.



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Interstate FiberNet, Inc.	AVDATA (& Design) (Class 42)	2,203,677	11/17/1998	Abandoned.
Business Telecom, Inc.	BTI (& Design) (Classes 36, 38 and 42)	76/217,203	02/27/2001	Abandoned pursuant to Settlement Agreement with British Telecommunications.
Business Telecom, Inc.	BTI (Classes 36, 38 and 42)	2,427,897	02/13/2001	Affidavit of Use due 02/13/07; Renewal and Affidavit of Use due 02/13/11.
Business Telecom, Inc.	BTI TELECOMMUNICATION S SERVICES (& Design) (Classes 36, 38 and 42)	2,461,862	06/19/2001	Affidavit of Use due 06/19/07; Renewal and Affidavit of Use due 06/19/11.
Business Telecom, Inc.	BTINET (Classes 38 and 42)	2,426,407	02/06/2001	Affidavit of Use due 02/06/07; Renewal and Affidavit of Use due 02/06/11. Will abandon pursuant to Settlement Agreement with British Telecommunications.
Business Telecom, Inc.	BTINET (& Design) (Classes 38 and 42)	76/135,109	09/25/2000	Abandoned pursuant to Settlement Agreement with British Telecommunications.
Business Telecom, Inc.	CLIENTEL (Class 38)	2,137,742	02/17/1998	Abandoned.
Business Telecom, Inc.	D.S. LYNX (& Design) (Class 38)	2,429,877	02/20/2001	Affidavit of Use due 02/20/07; Renewal and Affidavit of Use due 02/20/11.
Business Telecom, Inc.	D.S. LYNX (Class 38)	2,533,513	01/29/2002	Affidavit of Use due 01/29/08; Renewal and Affidavit of Use due 01/29/12.
Business Telecom, Inc.	FAMILY VALUES (Class 38)	2,134,879	02/03/1998	Abandoned.
Business Telecom, Inc.	FOUNDATIONS (Class 38)	2,137,741	02/17/1998	Abandoned.
Business Telecom, Inc.	HOSPITALITY SUITE (Class 38)	2,134,878	02/03/1998	Abandoned.
Business Telecom, Inc.	INVOICE ONLINE (& Design) (Class 36)	2,577,608	06/11/2002	Affidavit of Use due 06/11/08; Renewal and Affidavit of Use due 06/11/12.
Business Telecom, Inc.	MARKET VALUES (Class 38)	2,134,877	02/03/1998	Abandoned.

<u>Owner</u>	<u>Trademark (all U.S.)</u>	<u>Reg. No. / Serial No.</u>	<u>Registration Date/ Filing Date</u>	<u>Date Affidavit of Use and/or Renewal is Due; whether the Affidavit of Use and/or Renewal has been filed</u>
Business Telecom, Inc.	MAX COMMERCE (Classes 35 and 42)	2,563,320	04/23/2002	Affidavit of Use due 04/23/08; Renewal and Affidavit of Use due 04/23/12.
Business Telecom, Inc.	MAX COMMERCE A BTI COMPANY (& Design) (Classes 35 and 42)	2,561,449	04/16/2002	Affidavit of Use due 04/16/08; Renewal and Affidavit of Use due 04/16/12.
Business Telecom, Inc.	MEXICO EXPRESO (Class 36)	2,224,055	02/16/1999	Abandoned.
Business Telecom, Inc.	SIMPLICI-T (& Design) (Class 38)	2,711,255	04/29/2003	Affidavit of Use due 04/29/09; Renewal and Affidavit of Use due 04/29/13.
Business Telecom, Inc.	SMARTER.FASTER. BETTER.	2,134,895	02/03/1998	Abandoned.
Business Telecom, Inc.	TELECOM SIMPLIFIED	76/488,925	02/10/2003	Petition to revive abandoned application filed March 17, 2005.
Business Telecom, Inc.	THE FASTEST CAT ON THE NET	2,581,457	06/18/2002	Affidavit of Use due between 06/18/07 and 06/18/08; Renewal and Affidavit of Use due 06/18/12.
Business Telecom, Inc.	US DATACOM (Stylized)	76/135,122	09/25/2000	Abandoned.
Business Telecom, Inc.	VOICEPACK	2,874,175	08/17/2004	Affidavit of Use due 2/7/10.
ITC^DeltaCom Communications, Inc.	THINK OUTSIDE THE BELL	76614474	10/01/04	Pending.