

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
Tel Athena Systems, LLC		02/07/2008	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Babson Capital Management LLC		
Street Address:	201 South College Street		
Internal Address:	Suite 2400		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28244		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1617351	TEL-ATHENA	
Registration Number:	2658851	TAS	
CORRESPONDENCE DATA			
Fax Number:	(312)706-9000		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	3127018178		
Email:	zbeal@mayerbrown.com, ipdocket@mayerbrown.com		
Correspondent Name:	Victoria Friedman		
Address Line 1:	P. O. Box 2828		
Address Line 4:	Chicago, ILLINOIS 606902828		
ATTORNEY DOCKET NUMBER:	08002288 420013165		
NAME OF SUBMITTER:	Victoria Friedman		
Signature:	/victoriafriedman/		

OP \$65.00 1617351

Date:

02/08/2008

Total Attachments: 3

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the U.S. Security Agreement, dated as of February 7, 2008 (the "Security Agreement"), by and among the Obligors thereto (each an "Obligor" and collectively, the "Obligors") and Babson Capital Management LLC, as Administrative Agent (the "Administrative Agent") for the secured parties referenced therein (the "Secured Parties"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks shown below to the Administrative Agent for the ratable benefit of the Secured Parties:

TRADEMARKS

<u>Registration No.</u>	<u>Mark</u>	<u>Registration Date</u>
1617351	TEL-ATHENA	10/16/1990
2658851	TAS	12/10/2002

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The Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks (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.

Very truly yours,

TEL ATHENA SYSTEMS, LLC

By: 

Name: Anthony Biondo

Title: President & CEO

Notice of Grant of Security Interest in Trademarks

TRADEMARK
REEL: 003716 FRAME: 0679

Acknowledged and Accepted:

BABSON CAPITAL MANAGEMENT LLC,
as Administrative Agent

By: 
Name: KEVIN STEPHENS
Title: Director

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