

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Abraxas Corporation		04/30/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Allied Capital Corporation, as Agent		
Street Address:	1919 Pennsylvania Avenue, NW		
City:	Washington D.C.		
State/Country:	DISTRICT OF COLUMBIA		
Postal Code:	20006		
Entity Type:	CORPORATION: MARYLAND		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3170425	ABRAXAS CORPORATION	
Registration Number:	3038497	THE HUMAN AUDIT	
Serial Number:	77350086	A	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8328		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	9192868041		
Email:	pto_tmconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	32206-046 NGSI-T EAR		
NAME OF SUBMITTER:	Ellen A. Rubel		

OP \$90.00 3170425

Signature:

/Ellen A. Rubel/

Date:

05/19/2008

Total Attachments: 4

source=NGSI-T Abraxas Corporation to Allied#page1.tif

source=NGSI-T Abraxas Corporation to Allied#page2.tif

source=NGSI-T Abraxas Corporation to Allied#page3.tif

source=NGSI-T Abraxas Corporation to Allied#page4.tif

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of April 30, 2008 (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 Allied Capital Corporation, as Agent (the "Agent"), 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 Agent, subject to and upon the terms and conditions of the Agreement, which are incorporated herein by reference:

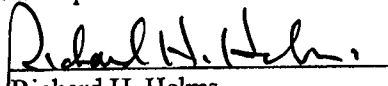
<u>Trademark No.</u>	Trademarks <u>Description of Trademark Item</u>	<u>Date of Trademark</u>
	<i>See Schedule 1 attached hereto.</i>	

<u>Trademark Application No.</u>	Trademark Applications <u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
	<i>See Schedule 1 attached hereto.</i>	

The Obligors and the Agent 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,

ABRAXAS CORPORATION,
a Virginia corporation

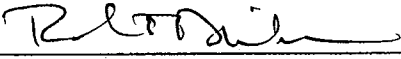
By: 

Name: Richard H. Helms

Title: Chief Executive Officer

Acknowledged and Accepted:

ALLIED CAPITAL CORPORATION,
as Agent

By: 
Name: Robert D. Wickham
Title: Principal

Notice of Grant of Security Interest in
Trademarks (Abraxas Corporation)
Signature Page

TRADEMARK
REEL: 003779 FRAME: 0409

Schedule A

**Abraxas Corporation
(Virginia Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
ABRAXAS CORPORATION	3170425	11/14/06
THE HUMAN AUDIT	3038497	1/3/06

Pending Applications

Mark	Application No.	Filing Date
A and Design	77350086	12/12/07