

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Wiltel Communications Group		06/04/2008	LIMITED LIABILITY COMPANY: NEVADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	DG FastChannel, Inc.		
<b>Street Address:</b>	750 W. John Carpenter Freeway		
<b>Internal Address:</b>	Suite 700		
<b>City:</b>	Irving		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75036		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2546680	ADSINVIEW	
Registration Number:	2569456	THE CATCH SERVER	
Registration Number:	2732670	THE CATCH SERVER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(214)760-3003		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	214-760-3000		
<b>Email:</b>	cbenjamin@carrip.com		
<b>Correspondent Name:</b>	Gregory W. Carr		
<b>Address Line 1:</b>	900 Jackson Street		
<b>Address Line 2:</b>	670 Founders Square		
<b>Address Line 4:</b>	Dallas, TEXAS 75202		
<b>ATTORNEY DOCKET NUMBER:</b>	DGS 3909, 3910, 3911		

**CH \$90.00 2546680**

NAME OF SUBMITTER:	Gregory W. Carr
Signature:	/Gregory W. Carr/
Date:	07/10/2008
<b>Total Attachments: 4</b> source=Witel_DGSAssignment#page1.tif source=Witel_DGSAssignment#page2.tif source=Witel_DGSAssignment#page3.tif source=Witel_DGSAssignment#page4.tif	

## TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Trademark Assignment") is made on this 5<sup>th</sup> day of June 2008 between Wiltel Communications Group, LLC, a Nevada limited liability company with offices at 1025 Eldorado Blvd., Broomfield, Colorado 80021 ("Assignor") and DG FastChannel, Inc., a Delaware corporation with offices at 750 West Carpenter Freeway, Suite 700, Irving, Texas 75036 ("Assignee").

WHEREAS, Assignor owns all right, title and interest in and to the trademarks listed on the attached Schedule A, all applications and registrations pertaining thereto, and all common law rights associated therewith, together with the goodwill arising from the use and symbolized by said trademarks (collectively, the "Trademarks"); and

WHEREAS, in connection with that certain Asset Purchase Agreement, dated as of December 18, 2007 (as amended by Amendment No. 1, dated June 5, 2008, and as supplemented by the Supplement to Disclosure Schedules, dated May 29, 2008, the "Purchase Agreement"), among Level 3 Communications, LLC, Wiltel Communications, LLC, Vyvx, LLC and Assignee, Assignor desires to sell, assign, convey, transfer and deliver to Assignee, all right, title and interest in and to the Trademarks, together with all goodwill associated therewith, and all rights to claims of past infringement thereof.

NOW THEREFORE, for good and valuable consideration paid by Assignee, receipt of which is hereby acknowledged, Assignor hereby sells, transfers and assigns to Assignee and its successors and assigns, all right, title and interest in and to the Trademarks throughout the world, including all applications and registrations therefore and all goodwill pertaining thereto, the right to conduct business under the Trademarks, including the right to license others under the Trademarks, and all rights to sue and collect damages and/or profits for claims of past or future infringements of the Trademarks.

Assignor hereby agrees to execute upon the request of Assignee, such additional documents as are necessary to register and otherwise give full effect to and to perfect the rights of Assignee under this Trademark Assignment in and to the Trademarks worldwide, including all documents necessary to register in the name of Assignee the assignment of the Trademarks with the United States Patent & Trademark Office and, with respect to any equivalent foreign rights, with any other appropriate foreign or international office or registrar.

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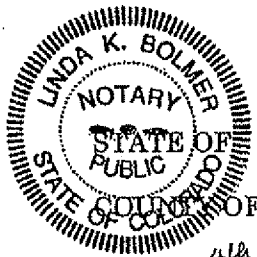
IN WITNESS WHEREOF, the undersigned have executed this Trademark Assignment on the date first written above.

WITTEL COMMUNICATIONS GROUP, LLC

By: [Signature]

Name: Robert Yates

Title: Senior Vice President



Colorado  
Broomfield

On this 4<sup>th</sup> day of June, 2008, before me personally appeared Robert Yates, to me personally known, who, being duly sworn, did say that ~~she~~ he is the Sr. VP of WITTEL COMMUNICATIONS GROUP, LLC and that ~~she~~ he duly executed the foregoing instrument and that said individual acknowledged said instrument to be the free act and deed of said corporation.

[Signature]  
Notary Public

My Commission Expires: 9.29.2011

DG FASTCHANNEL, INC.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

STATE OF )

) ss:

COUNTY OF )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2008, before me personally appeared \_\_\_\_\_, to me personally known, who, being duly sworn, did say that s/he is the \_\_\_\_\_ of DG FASTCHANNEL, INC. and that s/he duly executed the foregoing instrument and that said individual acknowledged said instrument to be the free act and deed of said corporation.

\_\_\_\_\_  
Notary Public

IN WITNESS WHEREOF, the undersigned have executed this Trademark Assignment on the date first written above.

WILTEL COMMUNICATIONS GROUP, LLC

By: \_\_\_\_\_

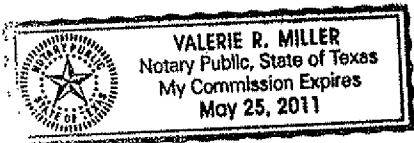
Name: \_\_\_\_\_

Title: \_\_\_\_\_

STATE OF \_\_\_\_\_ )  
 ) ss:  
 COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2008, before me personally appeared \_\_\_\_\_, to me personally known, who, being duly sworn, did say that s/he is the \_\_\_\_\_ of WILTEL COMMUNICATIONS GROUP, LLC and that s/he duly executed the foregoing instrument and that said individual acknowledged said instrument to be the free act and deed of said corporation.

\_\_\_\_\_  
 Notary Public



DG FASTCHANNEL, INC.

By: \_\_\_\_\_

Name: Omar Choucair

Title: Chief Financial Officer

STATE OF Texas )  
 ) ss:  
 COUNTY OF Dallas )

On this 5 day of June, 2008, before me personally appeared Omar Choucair to me personally known, who, being duly sworn, did say that s/he is the CFO of DG FASTCHANNEL, INC. and that s/he duly executed the foregoing instrument and that said individual acknowledged said instrument to be the free act and deed of said corporation.

Valerie R. Miller  
 Notary Public

Schedule A

List of Trademarks

I. United States Trademark Registrations

Mark	Registration No.	Issue Date
ADSIN VIEW	2,546,680	3/12/2002
THE CATCH SERVER	2,569,456	5/14/2002
THE CATCH SERVER	2,732,670	7/1/2003

II. Canadian Trademark Registrations

Mark	Registration No.	Issue Date
ADSINVIEW	TMA592,143	10/10/2003
THE CATCH SERVER	TMA593,115	10/27/2003
THE CATCH SERVER	TMA613,312	6/21/2004