

**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		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Guaranty Business Credit Corporation	FORMERLY Fremont Financial Corporation	01/15/2004	CORPORATION: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	DRI Corporation		
<b>Also Known As:</b>	AKA Digital Recorders, Inc.		
<b>Street Address:</b>	13760 Noel Road, Suite 830		
<b>City:</b>	Dallas		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75240		
<b>Entity Type:</b>	CORPORATION: NORTH CAROLINA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2166496	ELYSE	
Registration Number:	1796858	TALKING BUS	
Registration Number:	2166426	TWINVISION	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(704)866-8010		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	704-865-4400		
<b>Email:</b>	eleazer@gastonlegal.com		
<b>Correspondent Name:</b>	Emily Leazer		
<b>Address Line 1:</b>	516 S. New Hope Rd		
<b>Address Line 4:</b>	Gastonia, NORTH CAROLINA 28053		
<b>NAME OF SUBMITTER:</b>	Stephen P. Slay, CFO		
<b>Signature:</b>	/Stephen P. Slay, CFO/		

OP \$90.00 2166496

Date:

07/17/2008

**Total Attachments: 4**

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AFFIDAVIT

The undersigned, being duly sworn, deposes and says that he is the Chief Executive Officer of DRI Corporation (formerly Digital Recorders, Inc.) (the "Corporation"), as follows:

1. That the Corporation previously gave Fremont Financial a security interest in the following trademarks:


- a. Trademark Registration No. 2,166,496 for ELYSE (Stylized);
- b. Trademark Registration No. 1,796,868 for TALKING BUS; and
- c. Trademark Registration No. 2,166,426 for TWINVISION.

2. That the indebtedness to Fremont Financial which created the security interest has been paid in full.

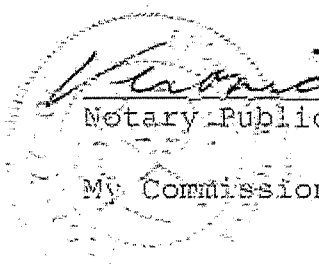
3. The security interest given to Fremont Financial should have been terminated by subsequent financing at the same time the UCC financing statements were terminated.

This the 17<sup>th</sup> day of July, 2008.

DRI CORPORATION

  
\_\_\_\_\_  
David L. Turney

Sworn to and subscribed before me this 17<sup>th</sup> day of July, 2008.

  
Kenneth B. Marlow  
Notary Public  
My Commission Expires: 10/22/2009

F0400394004

**UCC FINANCING STATEMENT AMENDMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

LexisNexis Document Solutions  
 801 Adlai Stevenson Drive  
 Springfield, IL 62703

18

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #  
 19990073687 Date: 07/29/1999

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS.

2.  **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  **ASSIGNMENT** (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.  
 Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

**CHANGE** name and/or address: Please refer to the detailed instructions in regards to changing the name/address of a party.  **DELETE** name: Give record name to be deleted in item 6a or 6b.  **ADD** name: Complete item 7a or 7b, and also item 7c; also complete items 7e-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**

6a. ORGANIZATION'S NAME

OR

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7. **CHANGED (NEW) OR ADDED INFORMATION:**

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY
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7d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION	7f. JURISDICTION OF ORGANIZATION	7g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE
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8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.

Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME  
 Guaranty Business Credit Corporation

OR

9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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10. **OPTIONAL FILER REFERENCE DATA**

NC-SOS Debtor: Transit Communication Systems, a division of Digital Recorders, Inc.

2041757-3

This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.		No. of Additional Sheets Presented: 1	15.00
(1) Debtor(s) (Last Name First) and Address(es): (Please Type) Digital Audio Company, a division of Digital Recorders, Inc. 5121 Holly Springs Road Raleigh, NC 27612	(2) Secured Party(ies) (Name(s) And Address(es): Fremont Financial Corporation 1000 Abernathy Road Building 400, Suite 1500 Atlanta, GA 30328		
(3) (a) <input type="checkbox"/> Collateral is or includes fixtures. (b) <input type="checkbox"/> Timber, Minerals or Accounts Subject to G.S. 25-9-103(5) are covered (c) <input type="checkbox"/> Crops Are Growing Or To Be Grown* On Real Property Described in Section (5). If neither block 3(a) or block 3(b) applies describe real estate, including record owner(s) in section (5).	(4) Assignee(s) of Secured Party, Address(es):		For Filing Officer

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(5) This Financing Statement Covers the Following types (or items) of property. All of the Debtor's present and future accounts, instruments, documents, chattel paper, general intangibles, investment property, deposit accounts, inventory and equipment, as more fully described in exhibit A attached hereto, and the proceeds of all of the foregoing.

*See Overview*  
\* On Farm Collateral Filing, Name County Debtor Resides in \_\_\_\_\_  
(Cannot be Filed unless County is named.)

Products of the Collateral Are Also Covered. Secured Party(ies) (or Assignees)

(5) Signatures: Debtor(s)  
Digital Audio Company, a division of Digital Recorders, Inc.  
By: *[Signature]* Title: CFO  
Standard Form Approved by N.C. Sec. of State  
Revised 11-90  
*L A TAYLOR*

Fremont Financial Corporation  
By: *[Signature]* Title: *[Signature]*  
Signatures of Secured Party Permitted in Lieu of Debtor's Signature  
(1) Collateral is subject to Security Interest in Another Jurisdiction and   
 Collateral is Brought Into This State  
 Debtor's Location Changed To This State  
(2) For Other Situations See: G.S. 25-9-402 (2)

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UCC-1

(1) Filing Officer Copy - Numerical

Exhibit A to UCC-1 Financing Statement

Debtor: Digital Audio Company, a division of Digital Recorders, Inc.  
Secured Party: Fremont Financial Corporation

Continuation of item 5 (Description of Collateral):

All presently existing and hereafter arising accounts, contract rights, and all other forms of obligations owing to Debtor arising out of the sale or lease of goods or the rendition of services by Debtor, whether or not earned by performance, all credit insurance, guaranties, and other security therefor, as well as all goods returned to or reclaimed by Debtor.

All of Debtor's present and hereafter acquired equipment, machinery, machine tools, motors, furniture, furnishings, fixtures, motor vehicles, rolling stock, processors, tools, parts, dies, jigs, goods (other than consumer goods, farm products or inventory), wherever located, and any interest of Debtor in any of the foregoing, and all attachments, accessories, accessions, replacements, substitutions, additions, and improvements to any of the foregoing, wherever located.

All present and future inventory in which Debtor has any interest, including goods held for sale or to be furnished under a contract of service, Debtor's present and future raw materials, work in process, finished goods and materials used in or consumed in Debtor's business, goods which have been returned to, repossessed by or stopped in transit by Debtor, packing and shipping materials, wherever located, and any documents of title representing any of the above.

All of Debtor's present and future general intangibles and other personal property (including contract rights, rights arising under common law, statutes or regulations, licenses, franchises, choses or things in action, goodwill, patents and patent applications, trade names, trademarks and trademark applications, service marks, copyrights and copyright applications, trade secrets, blueprints, drawings, purchase orders, customer lists, monies due or recoverable from pension funds, monies due under any royalty or licensing agreements, route lists, infringement claims, computer programs, computer discs, source codes, computer tapes, literature, reports, catalogs, deposit accounts, insurance premium rebates, tax refunds, and tax refund claims), other than goods and accounts.

All of Debtor's present and future investment property, including all certificated and uncertificated securities, securities entitlements, securities accounts, commodity accounts and commodity contracts.

All of Debtor's present and future letters of credit, notes, drafts, instruments, documents, leases and chattel paper.

All of Debtor's books and records relating to any of the foregoing, including: ledgers; records indicating, summarizing or evidencing Debtor's assets (including the assets described herein) or liabilities; all information relating to Debtor's business operations or financial condition; and all computer programs (whether owned by Borrower or in which it has an interest), disk or tape files, printouts, runs or other computer-prepared information, and the equipment containing such information.

Any money, deposit accounts, or other tangible or intangible assets of Debtor which hereafter come into the possession, custody or control of Secured Party.

The proceeds and products, whether tangible or intangible, of any of the foregoing, including proceeds of insurance covering any or all of the foregoing, and any and all of the foregoing types of assets resulting from the sale or other disposition of other assets, or any portion thereof or interest therein, and the proceeds thereof.

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