

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
Iridian Technologies, Inc.		08/05/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Bank of America, N.A.
Street Address:	One Independence Center, 101 N. Tryon St.
Internal Address:	Mail Code: NC1-001-04-39
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255-0001
Entity Type:	a national banking association: UNITED STATES

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	2302544	IRISCODE
Registration Number:	2576786	PC IRIS
Registration Number:	2646711	IRIDIAN
Registration Number:	2643924	IRIDIAN TECHNOLOGIES
Registration Number:	2762170	ANONYMOUS AUTHENTICATION
Registration Number:	2602449	IRIDIAN
Registration Number:	2684378	IRIDIAN TECHNOLOGIES
Registration Number:	2669905	KNOWHO
Registration Number:	2664167	PRIVATE ID
Registration Number:	3090619	PROOF POSITIVE
Registration Number:	2896235	IRISKEY
Registration Number:	3006308	OPENIRIS
Serial Number:	76271328	AUTHENTICAM

CH \$340.00 2302544

CORRESPONDENCE DATA

Fax Number: (704)350-7800
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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Email: bsmith@winston.com
Correspondent Name: Jason E. Bennett
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Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	3165.07016
NAME OF SUBMITTER:	Jason E. Bennett
Signature:	/Jason E. Bennett/
Date:	08/15/2008

Total Attachments: 5
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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 Second Amended and Restated Security Agreement dated as of August 5, 2008 (as amended, modified, extended or restated from time to time, the "Agreement") among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as administrative agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted, and hereby grants, a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

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

TRADEMARK APPLICATIONS

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

The Grantors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

IRIDIAN TECHNOLOGIES, INC.

By: 

Name: James A. DePalma

Title: Treasurer

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: _____

Name: _____

Title: _____

The Grantors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.


Very truly yours,

IRIDIAN TECHNOLOGIES, INC.

By: _____
Name: _____
Title: _____




Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: 
Name: KRISTINE THENNES
Title: Vice President

Iridian Technologies, Inc.

(a) United States Trademarks:

<u>Registration No.</u>	<u>Mark</u>	<u>Registration Date</u>
2,302,544	IRISCODE	12/21/99
2,576,786	PC IRIS	6/4/2002
2,646,711	IRIDIAN	11/5/2002
2,643,924	IRIDIAN TECHNOLOGIES	10/29/2002
2,762,170	ANONYMOUS AUTHENTICATION	9/9/2003
2,602,449	IRIDIAN AND DESIGN 	7/30/2002
2,684,378	IRIDIAN TECHNOLOGIES AND DESIGN 	2/4/2003
2,669,905	KNOWHO	12/31/2002
2,664,167	PRIVATE ID AND DESIGN 	12/17/2002
3,090,619	PROOF POSITIVE	05./09/2006
2896235	IRISKEY	10/19/2004

<u>Registration No.</u>	<u>Mark</u>	<u>Registration Date</u>
3,006,308	OPENIRIS	10/11/2005
76-271,328	AUTHENTICAM	6/13/2001

(b) United States Trademark Applications:

None.