

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SK Telecom Usa Holdings, Inc.		08/22/2008	CORPORATION:

RECEIVING PARTY DATA	
Name:	Helio LLC
Street Address:	Suite 600 10960 Wilshire Blvd.
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90024
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 44

Property Type	Number	Word Mark
Registration Number:	3235406	DON'T CALL IT A PHONE
Registration Number:	3243173	MEDIA MOVER
Registration Number:	3254279	DON'T CALL IT A PHONE
Registration Number:	3314357	KICKFLIP
Registration Number:	3326750	DON'T CALL US A PHONE COMPANY
Registration Number:	3369521	DON'T CALL US A PHONE COMPANY
Registration Number:	3382455	ANSWERRING
Registration Number:	3395397	DRIFT
Registration Number:	3399208	OCEAN
Registration Number:	3406313	FIN
Registration Number:	3410493	
Registration Number:	3419000	BUDDY BEACON
Serial Number:	77338340	ANYLANG MESSENGER
Serial Number:	77145323	CONNECT WITH ALL YOUR FRIENDS

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Serial Number:	77145317	CONNECT WITH ALL YOUR FRIENDS
Serial Number:	77145326	CONNECT WITH ALL YOUR FRIENDS
Serial Number:	78735805	DON'T CALL IT A PHONE
Serial Number:	78735810	DON'T CALL IT A PHONE
Serial Number:	78735817	DON'T CALL US A PHONE COMPANY
Serial Number:	78735814	DON'T CALL US A PHONE COMPANY
Serial Number:	78904000	
Serial Number:	78689174	
Serial Number:	78689194	
Serial Number:	78689181	
Serial Number:	78689180	
Serial Number:	77059497	
Serial Number:	78689177	
Serial Number:	78689185	
Serial Number:	78689184	
Serial Number:	78689183	
Serial Number:	77012577	FRIENDBEACON
Serial Number:	77054556	GLASS
Serial Number:	77084892	HEAT
Serial Number:	78687135	HELIO
Serial Number:	77058563	HELIO
Serial Number:	78687133	HELIO
Serial Number:	78686801	HELIO
Serial Number:	78689187	HELIO
Serial Number:	78689188	HELIO
Serial Number:	78689189	HELIO
Serial Number:	77019651	HELIO DRIFT
Serial Number:	77019635	HELIO SNOW DRIFT
Serial Number:	78815563	HERO
Serial Number:	77283863	MYSTO

CORRESPONDENCE DATA

Fax Number: (212)310-1762

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-626-4737

julia.r.talke@bakernet.com, Jerry.M.Nunes@BAKERNET.com

TRADEMARK

REEL: 003839 FRAME: 0731

Email: nyctrademarks@bakernet.com
Correspondent Name: Julia R. Talke
Address Line 1: 1114 Avenue of the Americas
Address Line 2: BAKER & MCKENZIE LLP
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	32150683-000034
NAME OF SUBMITTER:	Julia R. Talke
Signature:	/jrt/
Date:	08/22/2008

Total Attachments: 7
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**CONFIRMATION OF TERMINATION OF
SECURITY INTEREST IN U.S. TRADEMARKS**

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, Helio LLC ("**Helio**") and SK Telecom USA Holdings, Inc. ("**SK Telecom**") entered into a Confirmation of Security Agreement in Trademarks dated July 24, 2008 (the "**Short Form Trademark Security Agreement**") pursuant to a Convertible Note Purchase and Security Agreement dated June 27, 2008 (the "**Convertible Note Agreement**");

WHEREAS, pursuant to the Convertible Note Agreement and the Short Form Trademark Security Agreement (recorded in the United States Patent and Trademark Office on July 30, 2008 at Reel 003825/Frame 0881), as collateral security for the payment and performance in full of all of the Obligations, Helio pledged and granted to SK Telecom, a lien on and security interest in all of Helio's right, title and interest in, to and under the following collateral of Helio:

all United States (including federal and state) and non-United States trademarks, service marks, trade names, brand names, fictitious names, trade dress, certifications marks, collective marks, corporate names, domain names, slogans, logos and other identifiers of source, origin or goodwill, together with the goodwill associated therewith or symbolized thereby, together with any and all (i) registrations and applications for registration thereof, (ii) renewals and extensions thereof, (iii) rights and privileges arising under applicable law and international treaties and conventions, (iv) income, fees, royalties, damages, claims and payments due and payable with respect thereto, and (v) rights to sue and collect damages for past, present and future infringement, dilution, impairment or violation thereof or unfair competition therewith owned by HELIO LLC, including without limitation the trademark registrations and applications listed on Exhibit A attached hereto (all the foregoing collectively the "**Trademark Collateral**").

All the Obligations have been fully satisfied and performed, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, SK Telecom hereby releases and discharges its lien on and security interest in the Trademark Collateral.

Unless otherwise defined herein, capitalized terms used herein shall have the meanings given to them in the agreements referenced above.

DATED: August 22, 2008

HELIO LLC

By: HELIO, Inc., its manager

By: _____

Name: Wonhee Sull

Title: CEO

Address: 10960 Wilshire Boulevard, Suite 700
Los Angeles, CA 90024

ACKNOWLEDGED BY:

SK TELECOM USA HOLDINGS, INC.

By: _____

Name: _____

Title: _____

Address: 11 Euljiro 2-ga, Jung-gu
Seoul 100-999, Korea

SIGNATURE PAGE TO CONFIRMATION OF TERMINATION OF
SECURITY INTEREST IN U.S. TRADEMARKS

TRADEMARK
REEL: 003839 FRAME: 0734

DATED: August 22, 2008

HELIO LLC

By: HELIO, Inc., its manager

By: _____

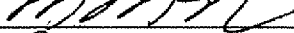
Name: _____

Title: _____

Address: 10960 Wilshire Boulevard, Suite 700
Los Angeles, CA 90024

ACKNOWLEDGED BY:

SK TELECOM USA HOLDINGS, INC.

By: 

Name: Sung Won Suh

Title: Authorized Person

Address: 11 Euljiro 2-ga, Jung-gu
Seoul 100-999, Korea






SIGNATURE PAGE TO CONFIRMATION OF TERMINATION OF
SECURITY INTEREST IN U.S. TRADEMARKS









TRADEMARK
REEL: 003839 FRAME: 0735

EXHIBIT A


(SEE ATTACHED)

EXHIBIT A

	Trademarks	App. Serial No.	Reg. No.
1.	AYLANG MESSENGER	77338340	
2.	CONNECT WITH ALL YOUR FRIENDS	77145323	
3.	CONNECT WITH ALL YOUR FRIENDS	77145317	
4.	CONNECT WITH ALL YOUR FRIENDS	77145326	
5.	DON'T CALL IT A PHONE	78735805	
6.	DON'T CALL IT A PHONE	78735810	
7.	DON'T CALL US A PHONE COMPANY	78735817	
8.	DON'T CALL US A PHONE COMPANY	78735814	
9.	Flame & Arrow Design 	78904000	
10.	Flame Couple Design 	78689174	
11.	Flame Couple Design 	78689194	
12.	Flame Design 	78689181	
13.	Flame Design 	78689180	
14.	Flame Design	77059497	

	Trademarks	App. Serial No.	Reg. No.
			
15.	Flame Design 	78689177	
16.	Flame Man Design 	78689185	
17.	Flame Man Design 	78689184	
18.	Flame Man Design 	78689183	
19.	FRIENDBEACON	77012577	
20.	GLASS	77054556	
21.	HEAT	77084892	
22.	HELIO	78687135	
23.	HELIO	77058563	
24.	HELIO	78687133	
25.	HELIO	78686801	
26.	HELIO (Stylized) 	78689187	
27.	HELIO (Stylized) 	78689188	
28.	HELIO (Stylized) 	78689189	

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	Trademarks	App. Serial No.	Reg. No.
29.	HELIO DRIFT	77019651	
30.	HELIO SNOW DRIFT	77019635	
31.	HERO	78815563	
32.	MYSTO	77283863	
33.	DON'T CALL IT A PHONE	78978035	3235406
34.	MEDIA MOVER	78866069	3243173
35.	DON'T CALL IT A PHONE	78735812	3254279
36.	KICKFLIP	78815569	3314357
37.	DON'T CALL US A PHONE COMPANY	78735819	3326750
38.	DON'T CALL US A PHONE COMPANY	78978001	3369521
39.	ANSWERRING	77012583	3382455
40.	DRIFT	77019658	3395397
41.	OCEAN	77111826	3399208
42.	FIN	77138842	3406313
43.	Flame Couple Design 	78689176	3410493
44.	BUDDY BEACON	77013034	3419000

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