

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
Belkin International, Inc.		01/21/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association, as Administrative Agent		
Street Address:	111 W. Ocean Blvd., Suite 300		
Internal Address:	Attn: Thomas Sigurdson, Vice President		
City:	Long Beach		
State/Country:	CALIFORNIA		
Postal Code:	90802		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	77604538	PUPIL POWER	
Serial Number:	77622319	AV360	
Serial Number:	77639435	BOABUDS	
Serial Number:	77639432	CUSHDESK	
CORRESPONDENCE DATA			
Fax Number:	(213)612-2499		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	213-629-2020		
Email:	lpartmann@orrick.com		
Correspondent Name:	Ramon Galvan		
Address Line 1:	777 South Figueroa Street, Suite 3200		
Address Line 2:	Orrick, Herrington & Sutcliffe LLP		
Address Line 4:	Los Angeles, CALIFORNIA 90017-5855		
ATTORNEY DOCKET NUMBER:	1696-319/1640		

CH \$115.00 77604538

NAME OF SUBMITTER:	Ramon Galvan
Signature:	/Ramon Galvan/
Date:	01/29/2009
Total Attachments: 4 source=Belkin_Trademarks#page1.tif source=Belkin_Trademarks#page2.tif source=Belkin_Trademarks#page3.tif source=Belkin_Trademarks#page4.tif	

GRANT OF SECURITY INTEREST
TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of January 21, 2009 is executed by BELKIN INTERNATIONAL, INC., a Delaware corporation (the "Grantor"), in favor of WELLS FARGO BANK, NATIONAL ASSOCIATION, as the Administrative Agent (in such capacity, the "Administrative Agent") for the financial institutions which are from time to time parties to the Credit Agreement referred to in Recital A below (collectively, the "Lenders").

A. Pursuant to that certain Second Amended and Restated Credit Agreement, dated as of August 25, 2006 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), among Belkin International, Inc. (f/k/a Belkin Corporation), Belkin Inc., (f/k/a Belkin Logistics, Inc.), the Lenders and Wells Fargo Bank, National Association, as Administrative Agent, L-C Issuer and Swing Line Lender, the Lenders have agreed to extend loans and other financial accommodations to Belkin International, Inc. and Belkin, Inc. upon the terms and subject to the conditions set forth therein.

B. The Grantor has a bona fide intent to use the trademarks more particularly described on Schedule 1 annexed hereto and made a part hereof, which trademarks are registered or subject to an application for registration in the United States Patent and Trademark Office (collectively, the "Trademarks").

C. The Grantor and other entities party thereto from time to time have entered into an Amended and Restated Security Agreement (Intellectual Property) dated as of October 1, 2003 (the "Security Agreement") in favor of the Administrative Agent (for the ratable benefit of the Administrative Agent and the Lenders).

D. Pursuant to the Security Agreement, the Grantor has granted to the Administrative Agent (for the ratable benefit of the Administrative Agent and the Lenders) a security interest in all right, title and interest of the Grantor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the customer lists and records related to the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations, as defined in the Security Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor does hereby further grant to the Administrative Agent a security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

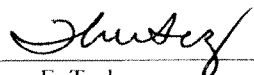
The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the security interest in the Collateral granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

The Administrative Agent's address is:

Wells Fargo Bank, National Association
111 W. Ocean Blvd., Suite 300
Long Beach, California 90802
Attention: Thomas Sigurdson, Vice President
Tel. No. (562) 628-2108
Fax No. (562) 437-6698

IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest to be executed as of the day and year first above written.

**BELKIN INTERNATIONAL, INC.,
a Delaware Corporation**

By: 
Name: Theresa E. Teskey
Title: Vice President, Finance

**Schedule 1 to
Grant of Security Interest
Dated as of January 21, 2009**

TRADEMARK APPLICATIONS

Mark	Application No.	Application Date
PUPIL POWER	77/604,538	10/30/08
AV360	77/622,319	11/26/08
BOA BUDS	77/639,435	12/23/08
CUSHDESK	77/639,432	12/23/08

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On January 23, 2009, before me, Graciela A. Duenas, Notary Public,
Name and Title of Officer (e.g. "Jane Doe, Notary Public")

personally appeared Theresa E. Teskey,

personally known to me – OR – proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



WITNESS my hand and official seal.

Graciela A. Duenas
Signature of Notary Public

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY(IES) CLAIMED BY SIGNER(S)		DESCRIPTION OF ATTACHED DOCUMENT
<input type="checkbox"/> Individual		
<input checked="" type="checkbox"/> Corporate Officer	<u>Vice President, Finance</u> Title(s)	<u>Grant of Security Interest (Trademarks)</u> Title or Type of Document
<input type="checkbox"/> Partner(s)	Limited General	<u>3</u> Number of Pages
<input type="checkbox"/> Attorney-In-Fact		<u>01/21/09</u> Date of Document
<input type="checkbox"/> Trustees(s)		
<input type="checkbox"/> Guardian Conservator		
<input type="checkbox"/> Other:		
Signer is Representing: Name of Person(s) or Entity(ies) <u>Belkin International, Inc.</u>		<u>N/A</u> Signer(s) Other Than Named Above