

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
SquareTwo Financial Corporation		04/07/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	U.S. Bank National Association		
Street Address:	950 17th Street, 12th Floor		
Internal Address:	as Collateral Agent and Trustee		
City:	Denver		
State/Country:	COLORADO		
Postal Code:	80202		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2055196	COLLECT AMERICA	
Registration Number:	2077288	COLLECT AMERICA	
Registration Number:	2030606	COLLECT AMERICA	
CORRESPONDENCE DATA			
Fax Number:	(800)516-6304		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	614-280-3566		
Email:	james.murray@wolterskluwer.com		
Correspondent Name:	James Murray		
Address Line 1:	4400 Easton Commons Way, Suite 125		
Address Line 2:	CT Lien Solutions		
Address Line 4:	Columbus, OHIO 43219		
NAME OF SUBMITTER:	Maureen P. Murphy		
Signature:	/Maureen P. Murphy/		

OP \$90.00 2055196

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TRADEMARK
REEL: 004200 FRAME: 0531

Date:

05/06/2010

Total Attachments: 5

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SECOND LIEN TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, SQUARETWO FINANCIAL CORPORATION a corporation formed under the laws of Delaware, located at 4340 S. Monaco, Second Floor, Denver, CO 80237 ("Grantor"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor is obligated to U.S. BANK NATIONAL ASSOCIATION ("Collateral Agent") and various other secured parties (collectively, the "Secured Parties") and pursuant to (i) the Indenture, dated as of April 7, 2010, among U.S. BANK NATIONAL ASSOCIATION as Trustee, Collateral Agent, Grantor and the guarantors named therein and (ii) a certain Second Lien Security Agreement, dated the date hereof, among Grantor, other parties named therein and Collateral Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Collateral Agent for its benefit and for the ratable benefit of the Secured Parties a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby assign unto Collateral Agent for its benefit and for the ratable benefit of the Secured Parties and grant to Collateral Agent for its benefit and for the ratable benefit of the Secured Parties a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Second Lien Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Grantor expressly acknowledges and affirms that the rights and remedies of Collateral Agent and the Secured Parties with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: April 7, 2010


SQUARETWO FINANCIAL
CORPORATION

By: 

Name: Paul A. Larkins

Title: President and Chief Executive Officer

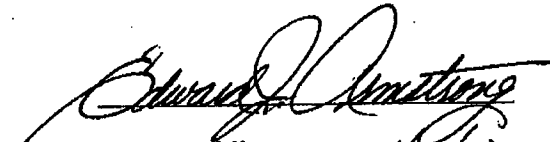
U.S. BANK NATIONAL ASSOCIATION,
as Collateral Agent

By: 
Name: Robert J. Dunn
Title: Vice President

[Trademark Assigment of Security]

STATE OF Colorado
COUNTY OF Denver : ss.:

On this ^{7th} ~~6~~ day of April 2010, before me personally came Robert J. Dunn me known, who, being by me duly sworn, did depose and say that he is V.P. of U.S. BANK NATIONAL ASSOCIATION, the financial institution described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said financial institution.


Notary Public exp. 4/26/10

[Trademark Assigment of Security]

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated April 7, 2010, by and between Grantor and U.S. BANK NATIONAL ASSOCIATION, as Collateral Agent.

REGISTRATION NO. OR APPLICATION NO.	MARK
2055196	Collect America (Typed Drawing)
2077288	Collect America (Eagle Design Plus Words, Letters and/or Numbers)
2030606	Collect America (Typed Drawing)