

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
DRI Corporation		11/12/2010	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	PNC Bank, National Association, as Agent
Street Address:	Two Tower Center Boulevard
City:	East Brunswick
State/Country:	NEW JERSEY
Postal Code:	08816
Entity Type:	Financial Institution: UNITED STATES

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	3789835	OTVIA
Registration Number:	3789836	OTVIA2
Registration Number:	3677882	VACTELL
Registration Number:	3730080	LIVELOOK-IN
Registration Number:	3811925	INFORMING YOUR PASSENGERS...WHILE MANAGING YOUR FLEET
Serial Number:	77645063	A WORLD OF TRANSIT COMMUNICATIONS AND SECURITY SOLUTIONS
Serial Number:	77723716	MOBILITE
Serial Number:	77723808	TRANSITMEDIA
Serial Number:	77809314	MOBIVISION

CORRESPONDENCE DATA

Fax Number: (202)408-3141
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

900176149

TRADEMARK
REEL: 004420 FRAME: 0530

CH \$240.00 3789835

Phone: 800-927-9801 x2348
Email: jpaterso@cscinfo.com
Correspondent Name: Corporation Service Company
Address Line 1: 1090 Vermont Avenue NW, Suite 430
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	586902
NAME OF SUBMITTER:	Jean Paterson
Signature:	/jep/
Date:	11/23/2010

Total Attachments: 8
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

DRI Corporation
13760 Noel Road, Suite 830
Dallas, Texas 75240

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation- State: North Carolina
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: PNC Bank, National Association, as Agent

Internal

Address: _____

Street Address: Two Tower Center Boulevard

City: East Brunswick

State: NJ

Country: USA

Zip: 08816

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____

Other Financial Instituio Citizenship USA

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) November 12, 2010

- Assignment Merger
- Security Agreement Change of Name
- Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
See Attached Schedule A

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: _____

Internal Address: _____

Street Address: _____

City: _____

State: _____ Zip: _____

Phone Number: _____

Fax Number: _____

Email Address: _____

6. Total number of applications and registrations involved:

9

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

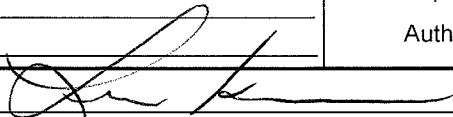
8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:



Signature

November 23, 2010

Date

Leslie Kirsner

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

8

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, the undersigned grantor ("Grantor"), has adopted, used and is using the marks shown under Grantor's name 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 PNC Bank, National Association ("PNC") and various other financial institutions (collectively, "Lenders") and PNC as agent for Lenders ("Agent") pursuant to (i) a certain Revolving Credit and Security Agreement, dated as of June 30, 2008, among Agent, Lenders, Grantor, and certain other Loan Parties named therein, and (ii) a certain Trademark Collateral Security Agreement, dated June 30, 2008, made by Grantor and certain other grantors named therein in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Grantor granted to Agent, for its benefit and for the ratable benefit of Lenders, a security interest in Grantor's 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 Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to Grantor's 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 Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

[Signature pages follow]

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

November 12, 2010

DRI CORPORATION

By: 
Name: David C Tracy
Its: CEO

PNC BANK, NATIONAL ASSOCIATION, as Agent

By: _____
Name:
Its:

STATE OF Texas)
 : ss.:
COUNTY OF Dallas)

On the 12th day of November, 2010, before me personally came David L. Turney, to me known, who being by me duly sworn, did depose and say that s/he is the CEO of DRI CORPORATION, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Veronica B. March
Notary Public
My Commission Expires: 10/22/2013

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On the ____ day of November, 2010, before me personally came _____, to me known, who being by me duly sworn, did depose and say that s/he is the _____ of PNC BANK, NATIONAL ASSOCIATION, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Notary Public
My Commission Expires:

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

November 12 2010

DRI CORPORATION

By: _____

Name:

Its:

PNC BANK, NATIONAL ASSOCIATION, as
Agent

By: _____

Name: *John Trien*

Its: *VP*

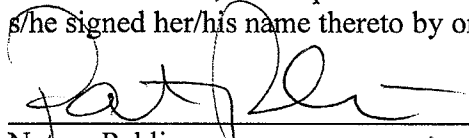
STATE OF _____)
: ss.:
COUNTY OF _____)

On the ____ day of November, 2010, before me personally came _____, to me known, who being by me duly sworn, did depose and say that s/he is the _____ of DRI CORPORATION, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

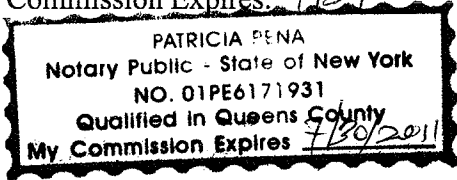
Notary Public
My Commission Expires:

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

On the 10th day of November, 2010, before me personally came JOHN TRUEN to me known, who being by me duly sworn, did depose and say that s/he is the VP of PNC BANK, NATIONAL ASSOCIATION, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



Notary Public
My Commission Expires: 7/28/2011



SCHEDULE A

Schedule A to a Trademark Assignment of Security dated November 12, 2010, by and among DRI Corporation and PNC Bank, National Association, as Agent.

Trademarks

Title	Country	Business Unit	Owner/Applicant	Docket No.	Application Number	Application Date	Registration or Grant number	Grant Date	Status
OTVIA	USA	Digital Recorders	DRI Corporation	29652	77/822994	9/9/2009	3789835	5/18/2010	Registered
OTVIA2	USA	Digital Recorders	DRI Corporation	29653	77/823026	9/9/2009	3789836	5/18/2010	Registered
VacTell	USA	Digital Recorders	DRI Corporation	27757	78/688045	8/8/2005	3677882	9/1/2009	Registered
LiveLook-In	USA	Digital Recorders	DRI Corporation	27759	78/771572	12/12/2005	3730080	12/22/2009	Registered
Informing Your Passengers ... While Managing Your Fleet	USA	Digital Recorders	DRI Corporation	29418	77/723766	2/4/2003	3811925	6/29/2010	Registered

Pending Trademarks

Title	Country	Business Unit	Owner Applicant	Docket No.	Application Number	Application Date	Status
A World of Transit Communications and Security Solutions	USA	DRI Corporation	DRI Corporation	29301	77/645063	01/07/2009	Pending
MobiLite	USA	TwinVision na, Inc.	DRI Corporation	29433	77/723716	04/28/2009	Pending
TransitMedia	USA	Digital Recorders	DRI Corporation	29401	77/723808	04/28/2009	Pending
MobiVision	USA	TwinVision na, Inc.	DRI Corporation	29651	77/809314	08/20/2009	Pending