

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
GFI Group, Inc.		12/20/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	335 Madison Avenue
Internal Address:	NY-503-04-03
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 34

Property Type	Number	Word Mark
Registration Number:	3490398	GFI FOREXMATCH
Registration Number:	3259322	ENERGYMATCH
Registration Number:	3747794	FREIGHTMATCH
Registration Number:	3308541	EQUITYMATCH
Registration Number:	3636783	GFI EQUITYMATCH
Registration Number:	3107949	CREDITMATCH
Registration Number:	3291508	GFI CREDITMATCH
Registration Number:	2946144	XCHECK
Registration Number:	3081665	GFI
Registration Number:	2507144	GFINET
Registration Number:	2524992	GFINET, INC.
Registration Number:	2768558	AMEREX
Registration Number:	2414208	AMEREX

OP \$865.00 3490398

Registration Number:	2102950	GFI GROUP
Serial Number:	85153597	MANAGED HEAT RATE
Serial Number:	85132444	BWIC AUCTION
Serial Number:	85132436	BWIC AUCTION
Serial Number:	85132424	OPTIONSMATCH
Serial Number:	85119506	GFI IROMATCH
Serial Number:	85114368	PAN-X
Serial Number:	85020449	MODENA SECURITIES
Serial Number:	85015830	GFI
Serial Number:	77908053	LATIUM CAPITAL
Serial Number:	77886464	CREDIT DELTAMATCH
Serial Number:	77849810	GFI DELTAMATCH
Serial Number:	77757421	GFIX
Serial Number:	77687297	GFI MOBILEPOWER
Serial Number:	77687287	GFI MOBILEEMISSIONS
Serial Number:	77687279	GFI MOBILEFREIGHT
Serial Number:	77687273	GFI MOBILECOAL
Serial Number:	77413380	RATESMATCH
Serial Number:	77413375	SWAPSMATCH
Serial Number:	77413367	PROPERTYMATCH
Serial Number:	77413359	BASISMATCH

CORRESPONDENCE DATA

Fax Number: (919)416-8363
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 9192868041
Email: pto_tmconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	327000.011385
NAME OF SUBMITTER:	Ellen A. Rubel
Signature:	/Ellen A. Rubel/
Date:	12/22/2010

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 Amended and Restated Domestic Security Agreement dated as of December 20, 2010 (as the same may be amended, modified, extended or restated from time to time, the "Domestic Security Agreement") by and among the Grantors from time to time party thereto (each an "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 a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Grantor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Domestic Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

GFI GROUP, INC.

By: _____

Name: _____

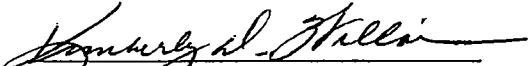
Title: _____

Scott Pintoff
Scott Pintoff
General Counsel & Corporate Secretary

GFI GROUP INC
NOTICE OF SECURITY INTERESTS IN PATENTS
(GFI GROUP INC.)

Acknowledged and Accepted:

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

By: 

Name: Kimberly D. Williams

Title: Vice President

GFI GROUP, INC.
NOTICE OF SECURITY INTERESTS IN TRADEMARKS
(GFI GROUP, INC.)

TRADEMARK
REEL: 004439 FRAME: 0372

Schedule 1

GFI Group, Inc. (Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
GFI FOREXMATCH	3490398	8/19/08
ENERGYMATCH	3259322	7/3/07
FREIGHTMATCH	3747794	2/9/10
EQUITYMATCH	3308541	10/9/07
GFI EQUITYMATCH	3636783	6/9/09
CREDITMATCH	3107949	6/20/06
GFI CREDITMATCH	3291508	9/11/07
XCHECK	2946144	5/3/05
GFI	3081665	4/18/06
GFINET	2507144	11/13/01
GFINET, INC.	2524992	1/1/02
AMEREX	2768558	9/30/03
AMEREX	2414208	12/19/00
GFI GROUP	2102950	10/8/97

Pending Applications

Description	Application No.	Filing Date
MANAGED HEAT RATE	85153597	10/15/10
BWIC AUCTION and Design	85132444	9/17/10
BWIC AUCTION and Design	85132436	9/17/10
OPTIONSMATCH	85132424	9/17/10
GFI IROMATCH	85119506	8/31/10
PAN-X	85114368	8/24/10
MODENA SECURITIES	85020449	4/22/10
GFI	85015830	4/16/10
LATIUM CAPITAL	77908053	1/8/10
CREDIT DELTAMATCH	77886464	12/4/09
GFI DELTAMATCH	77849810	10/15/09
GFIX	77757421	6/11/09
GFI MOBILEPOWER	77687297	3/10/09
GFI MOBILEMISSIONS	77687287	3/10/09
GFI MOBILEGREIGHT	77687279	3/10/09
GFI MOBILECOAL	77687273	3/10/09
RATESMATCH	77413380	3/5/08
SWAPMATCH	77413375	3/5/08
PROPERTYMATCH	77413367	3/5/08

Description	Application No.	Filing Date
BASISMATCH	77413359	3/5/08