

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
Election Systems & Software, Inc.		03/31/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	901 Main Street		
Internal Address:	Mail Code: TX1-492-14-06		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75202-3714		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 27			
Property Type	Number	Word Mark	
Registration Number:	3203481	HARDWARE PROGRAMMING MANAGER	
Registration Number:	3200572	ELECTION REPORTING MANAGER	
Registration Number:	3185793	ELECTION DATA MANAGER	
Registration Number:	3191391	DATA ACQUISITION MANAGER	
Registration Number:	3191390	BALLOT IMAGE MANAGER	
Registration Number:	3167741	UNITY	
Registration Number:	3147703	1-2-3 VOTE!	
Registration Number:	3375917	EXPERIENCE RELIABILITY SECURITY INNOVATION	
Registration Number:	3580514	MAINTAINING VOTER CONFIDENCE, ENHANCING THE VOTER EXPERIENCE	
Registration Number:	3152980	MODEL 650	
Registration Number:	3226707	MODEL 100	
Registration Number:	3092451	POWERPROFILE EE	
Registration Number:	3166234	VOTER VIEW	

OP \$690.00 3203481

900188254

TRADEMARK
 REEL: 004513 FRAME: 0505

Registration Number:	2788636	IVOTRONIC
Registration Number:	2749793	
Registration Number:	2761129	ANYWHERE VOTING ARCHITECTURE
Registration Number:	2761128	ANYWHERE VOTING ARCHITECTURE
Registration Number:	2523374	UNITY ELECTION SYSTEM
Registration Number:	2452064	MEGAPROFILE
Registration Number:	2443474	STATEPROFILE
Registration Number:	2443473	POWERPROFILE
Registration Number:	2707310	BALLOT ON LINE
Registration Number:	2181121	BALLOT ON DEMAND
Registration Number:	1966745	VOTRONIC
Registration Number:	1682970	VOTABOOTH
Registration Number:	1549979	EZE-GRIP
Registration Number:	0926178	CES

CORRESPONDENCE DATA

Fax Number: (919)416-8328

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ATTORNEY DOCKET NUMBER:	327000.011485 JES
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NAME OF SUBMITTER:	John E. Slaughter
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Signature:	/John E. Slaughter/
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Date:	04/01/2011
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Total Attachments: 3

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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 Security and Pledge Agreement dated as of March 31, 2011 (the "Security Agreement") by and among the Obligors party thereto (each a "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Obligor 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 Secured Parties.

The undersigned Obligor and the Administrative Agent, on behalf of the Secured Parties, 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 Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

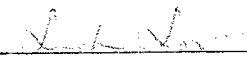
Very truly yours,

ELECTION SYSTEMS & SOFTWARE, INC.

By: 
Name: Thomas F. O'Brien
Title: Chief Financial Officer

Acknowledged and Accepted:

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

By: 

Name: Linda Lov

Title: AVP

ELECTION SYSTEMS & SOFTWARE, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 004513 FRAME: 0508

Schedule 1

Election Systems & Software, Inc. (Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
HARDWARE PROGRAMMING MANAGER	3203481	01/30/07
ELECTION REPORTING MANAGER	3200572	01/23/07
ELECTION DATA MANAGER	3185793	12/19/06
DATA ACQUISITION MANAGER	3191391	01/02/07
BALLOT IMAGE MANAGER	3191390	01/02/07
UNITY	3167741	11/07/06
1-2-3 VOTE!	3147703	09/26/06
EXPERIENCE RELIABILITY SECURITY INNOVATION	3375917	01/29/08
MAINTAINING VOTER CONFIDENCE, ENHANCING THE VOTER EXPERIENCE	3580514	02/24/09
MODEL 650	3152980	10/10/06
MODEL 100	3226707	04/10/07
POWERPROFILE EE	3092451	05/16/06
VOTER VIEW	3166234	10/31/06
IVOTRONIC	2788636	12/02/03
Design only	2749793	08/12/03
ANYWHERE VOTING ARCHITECTURE	2761129	09/09/03
ANYWHERE VOTING ARCHITECTURE	2761128	09/09/03
UNITY ELECTION SYSTEM and Design	2523374	12/25/01
MEGAPROFILE	2452064	05/15/01
STATEPROFILE	2443474	04/10/01
POWERPROFILE	2443473	04/10/01
BALLOT ON LINE	2707310	04/15/03
BALLOT ON DEMAND	2181121	08/11/98
VOTRONIC	1966745	04/09/96
VOTABOOTH	1682970	04/14/92
EZE-GRIP	1549979	08/01/89
CES	0926178	12/28/71