

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																																								
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CORRESPONDENCE DATA

Fax Number: (919)416-8328

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

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Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27560

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,

ES&S INNOVATIONS, LLC

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

Acknowledged and Accepted:

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

By: Linda Lov

Name: Linda Lov

Title: AVP

ES&S INNOVATIONS, LLC
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 004513 FRAME: 0953

Schedule 1

**ES&S Innovations, LLC
(Delaware LLC)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
ES&S DS850(I)	3778115	04/20/10
ES&S SELECT	3813296	07/06/10
ES&S	3734244	01/05/10
AGENCY CENTRAL	3731046	12/29/09
INTELECT ELECTIONWARE and Design	3682981	09/15/09
INTELECT DS200 and Design	3682979	09/15/09
ELECTIONWARE	3682973	09/15/09
INTELECT and Design	3595268	03/24/09

Pending Applications

Mark	Application No.	Filing Date
DS200	85249352	02/23/11
DS850	85233395	02/03/11
AUDIOVOTE	85180275	11/18/10
ELECTION SYSTEMS & SOFTWARE	77949870	03/03/10