

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
Focus Direct, LLC		03/23/2011	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	135 South LaSalle Street		
Internal Address:	Mail Code: IL1-135-05-41		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2123152	FOCUS DIRECT	
Registration Number:	2441927	FOCUS DIRECT	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8328		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
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:	017625-4664		
NAME OF SUBMITTER:	Ellen A. Rubel		

OP \$65.00 2123152

900191473

**TRADEMARK
 REEL: 004538 FRAME: 0146**

Signature:	/Ellen A. Rubel/
Date:	05/09/2011
Total Attachments: 4 source=Grant TM - Focus Direct#page1.tif source=Grant TM - Focus Direct#page2.tif source=Grant TM - Focus Direct#page3.tif source=Grant TM - Focus Direct#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

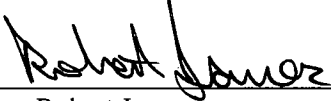
Please be advised that pursuant to the Security and Pledge Agreement dated as of March 23, 2011 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligor party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations 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 hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

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

Very truly yours,

FOCUS DIRECT, LLC,
a Delaware limited liability company

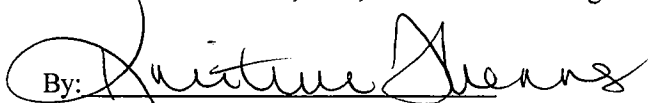
By:  _____

Name: Robert Janes

Title: Vice President

Acknowledged and Accepted:

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

By: 

Name:

KRISTINE THENNER

Title:

Vice President

FOCUS DIRECT, LLC
NOTICE OF GRANT OF SECURITY INTEREST
IN TRADEMARKS

TRADEMARK
REEL: 004538 FRAME: 0150

Schedule 1

**Focus Direct, LLC
(Delaware Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
FOCUS DIRECT	2123152	12/23/1997
FOCUS DIRECT	2441927	04/10/2001