

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									
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>Horizon Lines, LLC</td> <td></td> <td>09/13/2011</td> <td>LIMITED LIABILITY COMPANY: DELAWARE</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	Horizon Lines, LLC		09/13/2011	LIMITED LIABILITY COMPANY: DELAWARE	
Name	Formerly	Execution Date	Entity Type						
Horizon Lines, LLC		09/13/2011	LIMITED LIABILITY COMPANY: DELAWARE						
RECEIVING PARTY DATA									
Name:	Cantor Fitzgerald Securities								
Street Address:	110 East 59th Street								
City:	New York								
State/Country:	NEW YORK								
Postal Code:	10022								
Entity Type:	PARTNERSHIP: NEW YORK								
PROPERTY NUMBERS Total: 8									
Property Type	Number	Word Mark							
Registration Number:	3251781	SIEMPRE PRESENTES. SIEMPRE CUMPLIÉNDOTE.							
Registration Number:	2608132	SHIPSTAT							
Registration Number:	3148215	REEFER PLUS							
Registration Number:	2896364								
Registration Number:	2817222								
Registration Number:	2874905	HORIZON LINES							
Registration Number:	2877966	HORIZON LINES							
Registration Number:	3120200	ALWAYS THERE. ALWAYS DELIVERING.							
CORRESPONDENCE DATA									
Fax Number:	(212)492-0364								
Email:	mcarbullido@paulweiss.com, aashville@paulweiss.com								
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>									
Correspondent Name:	Mitchel R. Carbullido								

CH \$215.00 3251781

900202482

TRADEMARK
REEL: 004625 FRAME: 0852

Address Line 1: 1285 Avenue of the Americas
Address Line 4: New York, NEW YORK 10019-6064

ATTORNEY DOCKET NUMBER: 19643-001

NAME OF SUBMITTER: Mitchel R. Carbullido

Signature: /Mitchel R. Carbullido/

Date: 09/20/2011

Total Attachments: 4

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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 Agreement dated as of September 13, 2011 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Cantor Fitzgerald Securities, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor, being the owner of the trademarks shown on Schedule 1 attached hereto (the "Trademarks") has granted, and does hereby grant, a continuing security interest in and continuing lien upon the Trademarks to the Administrative Agent for the ratable benefit of the Lenders, provided that the grant of security interest shall not include any Trademark that may be deemed invalidated, cancelled or abandoned due to the grant and/or enforcement of such security interest unless, and until such time that the grant and/or enforcement of such security interest will not affect the validity of such Trademark.

The Obligor hereby acknowledges the sufficiency and completeness of this notice to create the security interest in the Trademarks and to grant the same to the Administrative Agent, and the Obligor hereby requests the relevant trademark office and/or governing body to file and record this notice together with the annexed Schedule 1.

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the Trademarks (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.

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IN WITNESS WHEREOF, the undersigned has caused this notice to be duly executed and delivered as of September 13, 2011.

HORIZON LINES, LLC

By: 

Name: Michael F. Zendan, II

Title: Secretary

[Signature Page to Notice of Grant of Security Interest In Trademarks]

Acknowledged and Accepted:




CANTOR FITZGERALD SECURITIES, as
Administrative Agent

By: 
Name: James Bond
Title: Chief Operating Officer



Horizon Line
[Signature Page to Notice of Grant of Security Interest in Trademarks]

Schedule 1

Mark	Reg. No.	Filing Date
ALWAYS THERE. ALWAYS DELIVERING.	8,494 (Puerto Rico)	N/A
SIEMPRE PRESENTES. SIEMPRE CUMPLIENDOTE.	71,754 (Puerto Rico)	January 4, 2007
SIEMPRE PRESENTES. SIEMPRE CUMPLIENDOTE.	3,251,781	August 11, 2006
SHIPSTAT	2,608,132	October 20, 2000
	3,148,215	August 24, 2005
MISCELLANEOUS DESIGN - MAN W/BINOCULARS ON BOW OF BOAT 	2,896,364	October 28, 2002
MISCELLANEOUS DESIGN - MAN W/BINOCULARS BEHIND BOAT WHEEL 	2,817,222	December 30, 2002
HORIZON LINES	2,874,905	August 22, 2003
HORIZON LINES	2,877,966	August 30, 2002
ALWAYS THERE. ALWAYS DELIVERING.	3,120,200	July 29, 2005