

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
Horizon Services Group, 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: 15

Property Type	Number	Word Mark
Registration Number:	3063225	SHIPMYCONTAINER
Registration Number:	3063227	SHIPMYSTUFF.COM
Registration Number:	3063226	SHIPMYVEHICLE
Registration Number:	2932834	HELPCAPTAIN
Registration Number:	2945335	PAYCAPTAIN
Registration Number:	3387349	FREIGHT CAPTAIN
Registration Number:	2654880	NETCAPTAIN
Registration Number:	2608131	SAILSTAT
Registration Number:	2833179	DISPATCHCAPTAIN
Registration Number:	2833178	GATECAPTAIN
Registration Number:	2833177	SALESCAPTAIN
Registration Number:	2801395	HAZCAPTAIN
Registration Number:	2783227	LOADCAPTAIN
Registration Number:	2809447	RAILCAPTAIN

TRADEMARK

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REEL: 004625 FRAME: 0858

CH \$390.00 3063225

Registration Number:

2758850

HORIZON SERVICES GROUP

CORRESPONDENCE DATA

Fax Number: (212)492-0364

Email: mcarbullido@paulweiss.com, aashville@paulweiss.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Mitchel R. Carbullido

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.

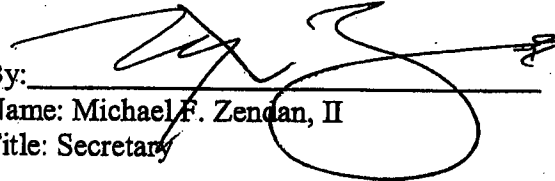
The Obligor hereby acknowledges the sufficiency and completeness of this notice to create the security interest in the Trademarks and to grant the same to the Administrative Agent, and the Obligor hereby requests the relevant trademark office and/or governing body to file and record this notice together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


By: 
Name: Michael F. Zendan, II
Title: Secretary

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

TRADEMARK
REEL: 004625 FRAME: 0861

Acknowledged and Accepted:

CANTOR FITZGERALD SECURITIES,
as Administrative Agent

By: 
Name: James Bond
Title: Chief Operating Officer



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

Schedule 1

Mark	Reg. No.	Filing Date
shipmycontainer	3,063,225	February 28, 2005
shipmystuff.com	3,063,227	February 28, 2005
shipmyvehicle	3,063,226	February 28, 2005
HELPCAPTAIN	2,932,834	August 26, 2003
PAYCAPTAIN (CHILD APPLICATION)	2,945,335	August 7, 2002
FREIGHT CAPTAIN	3,387,349	September 27, 2006
NETCAPTAIN	2,654,880	October 20, 2000
SAILSTAT	2,608,131	October 20, 2000
DISPATCHCAPTAIN	2,833,179	August 7, 2002
GATECAPTAIN	2,833,178	August 7, 2002
SALESCAPTAIN	2,833,177	August 7, 2002
HAZCAPTAIN	2,801,395	April 8, 2002
LOADCAPTAIN	2,783,227	April 8, 2002
RAILCAPTAIN	2,809,447	August 7, 2002
HORIZON SERVICES GROUP	2,758,850	April 1, 2002