

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Horizon Services Group, LLC		09/13/2011	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Cantor Fitzgerald Securities		
<b>Street Address:</b>	110 East 59th Street		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10022		
<b>Entity Type:</b>	PARTNERSHIP: NEW YORK		
<b>PROPERTY NUMBERS Total: 15</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
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**

**900202483**

**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]*

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**

<b>Mark</b>	<b>Reg. No.</b>	<b>Filing Date</b>
	3,063,225	February 28, 2005
	3,063,227	February 28, 2005
	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