

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest recorded at Reel/Frame 4510/0689		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A., as Collateral Agent		11/18/2011	National Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	The Berry Company LLC		
Street Address:	188 Inverness Drive West, Suite 800		
City:	Englewood		
State/Country:	COLORADO		
Postal Code:	80112		
Entity Type:	LIMITED LIABILITY COMPANY: COLORADO		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Serial Number:	78834521	WINDSTREAM	
Serial Number:	78834519	WINDSTREAM	
Serial Number:	78834510	WINDSTREAM	
Serial Number:	78834516	WINDSTREAM	
Serial Number:	78854981	WINDSTREAM W	
CORRESPONDENCE DATA			
Fax Number:	(312)862-2200		
Phone:	312-862-6371		
Email:	renee.prescan@kirkland.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:	Renee Prescan		
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Address Line 2:	Kirkland & Ellis LLP		
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 REEL: 004663 FRAME: 0111

ATTORNEY DOCKET NUMBER:	11840-18 RMP
NAME OF SUBMITTER:	Renee M. Prescan
Signature:	/Renee M. Prescan/
Date:	11/18/2011
<p>Total Attachments: 4 source=Local Insight - Trademark Rights release 2011#page1.tif source=Local Insight - Trademark Rights release 2011#page2.tif source=Local Insight - Trademark Rights release 2011#page3.tif source=Local Insight - Trademark Rights release 2011#page4.tif</p>	

## **TRADEMARK RIGHTS RELEASE**

TRADEMARK RIGHTS RELEASE, effective as of this 18 day of November, 2011, given by JPMORGAN CHASE BANK, N.A., as Collateral Agent ("Agent"), to THE BERRY COMPANY LLC, a Colorado limited liability company ("Grantor"), as follows:

### **W I T N E S S E T H**

WHEREAS, pursuant to that certain Credit and Guarantee Agreement, dated as of November 19, 2010 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), the Lenders (as defined in the Credit Agreement) have agreed to extend credit to the Borrower (as defined in the Credit Agreement);

WHEREAS, in connection with the Credit Agreement, the Grantor granted to the Agent a security interest in certain United States trademarks, trademark registrations, trademark applications and exclusive trademark licenses more particularly set forth on Schedule A attached hereto (the "Marks") to secure the Obligations (as defined in that certain Security Agreement, dated as of March 16, 2011, between the Agent and the Grantor (as amended, supplemented or otherwise modified from time to time, the "Security Agreement")), created pursuant to the Security Agreement;

WHEREAS, in furtherance of the Security Agreement, the Grantor executed a Trademark Security Agreement, dated March 16, 2011 (the "Trademark Security Agreement"), which was duly recorded on July 11, 2006, at Reel 4510 / Frame 0637, and at Reel 4510 / Frame 0689 in the United States Patent and Trademark Office;

WHEREAS, the Agent wishes to release and restore all right, title and interest in and to the Marks to the Grantor and to dissolve any and all Liens and encumbrances created by the Security Agreement and the Trademark Security Agreement in respect of the Marks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Agent hereby terminates, releases, discharges, quit claims and relinquishes unto the Grantor the security interest in the Marks set forth on Schedule A and created by the Security Agreement and the Trademark Security Agreement.

IN WITNESS WHEREOF, the undersigned, by and through its authorized officer,  
has caused this instrument to be executed under seal on the date first written above.

**JPMORGAN CHASE BANK, N.A.,**  
as Collateral Agent

By: Neil R. Boylan  
Name: Neil Boylan  
Title: Managing Director

SCHEDULE A

Trademarks

Trademark Name	Application Number	Filing Date	Registration Number	Registration Date	Status
BERRY SALES & MARKETING SOLUTIONS	78/290964	22-Aug-2003	3,093,847	16-May-2006	Registered
BERRYADVANTAGE	78/561652	07-Feb-2005	3,132,076	22-Aug-2006	Registered
THE BERRY COMPANY	73/819443	15-Aug-1989	1,605,880	10-Jul-1990	Registered, 2 <sup>nd</sup> Renewal 7/21/2010
LOCAL INSIGHT YELLOW PAGES & design 	77/423895	17-March-2008	3,618,351	12-May-2009	Registered
LOCAL INSIGHT YELLOW PAGES	77/423899	17-March-2008	3,508,547	30-Sept-2008	Registered
THE MOST USED DIRECTORY THE LOCAL FAVORITE & design	77408246	28-Feb-2008	3,775,327	13-April-2010	Registered
THE NAME THAT BUILDS BUSINESS	78/312730	13-Oct-2003	3,184,373	12-Dec-2006	Registered
YOUR LINK TO LINCOLN	78752960	14-Nov-2005	3,620,968	12-May-2009	Registered

Trademark Applications

<u>Mark</u>	<u>Int'l Class/ Goods And Services</u>	<u>Application Ser. No./</u>	<u>Filing Date</u>	<u>Status</u>
LOCAL INSIGHT MEDIA	16, Printed telephone directories 35. Telephone directory and advertising services, et al. 41, Publication of telephone directories 42, Computer services and website consulting services, et al.	77/419043	03-Nov-2008	Pending
BERRY	16, printed telephone directories 35, telephone directory and advertising services et al 41, publication of telephone directories. 42, computer services and website consulting services et al	77/658,156	1/28/2009	Pending
BE & design	16, printed telephone directories 41, publication of telephone directories 42, computer services and website consulting services et al	77/658,152	1/28/2009	Pending
BERRYLEADS	16, printed telephone directories 35, telephone directory and advertising services et al 41, publication of telephone directories 42, computer services and website consulting services et al	77/828,562	9/17/2009	Pending
BERRY & design	16, printed telephone directories 41, publication of telephone directories 42, computer services and website consulting services et al	77/658,154	1/28/2009	Pending

Trademark Licenses

WINDSTREAM name, Class 35, filed 3/10/06 – U.S. Serial No. 78/834521

WINDSTREAM name, Class 37, filed 3/10/06 – U.S. Serial No. 78/834519

WINDSTREAM name, Class 38, filed 3/10/06 – U.S. Serial No. 78/834510

WINDSTREAM name, Class 41, filed 3/10/06 – U.S. Serial No. 78/834516

WINDSTREAM with flourish “W” logo, Class 38, filed 4/5/06, U.S. Serial No. 78/854981

The "All you need" tag line

The phrase “grow places”