

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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
K2 Advisors L.L.C.		08/01/2012	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Bank of America, N.A., as Administrative Agent
<b>Street Address:</b>	2001 Clayton Road, Building B
<b>Internal Address:</b>	Mail Code: CA4-702-02-25
<b>City:</b>	Concord
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94520-2405
<b>Entity Type:</b>	national banking association: UNITED STATES

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	3940917	K2
Registration Number:	3296442	
Registration Number:	2481600	K2 ADVISORS
Serial Number:	85606259	K2 ADVISORS
Serial Number:	85606237	K2

**CORRESPONDENCE DATA**

Fax Number: 9194168328  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 9192868041  
 Email: pto\_tmconfirmation@mvalaw.com  
 Correspondent Name: Moore & Van Allen PLLC  
 Address Line 1: 430 Davis Drive  
 Address Line 2: Suite 500

OP \$140.00 3940917

Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER: 327000-10999 JES

NAME OF SUBMITTER: John E. Slaughter

Signature: /John E. Slaughter/

Date: 08/02/2012

**Total Attachments: 4**

source=NGSI-T from K2 to BOA#page1.tif

source=NGSI-T from K2 to BOA#page2.tif

source=NGSI-T from K2 to BOA#page3.tif

source=NGSI-T from K2 to BOA#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 August 1, 2012 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors 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 shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
	See <u>Schedule 1</u> attached hereto.	

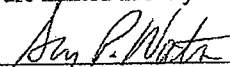
TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
	See <u>Schedule 1</u> attached hereto.	

The Obligors 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,

K2 Advisors L.L.C.,  
a Delaware limited liability company

By: 

Name: Gary P. Watson

Title: Chief Operating Officer and Chief  
Financial Officer

Acknowledged and Accepted:

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

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

The Obligors 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,

K2 Advisors L.L.C.,  
a Delaware limited liability company

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and Accepted:

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

By: *Darleen R Parmelee*  
Name: Darleen R Parmelee  
Title: Assistant Vice President

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS - K2 ADVISORS L.L.C.  
K2 ADVISORS SUBSIDIARY HOLDINGS, LLC

TRADEMARK  
REEL: 004834 FRAME: 0266

**Schedule 1**

**K2 Advisors L.L.C.  
(Delaware Limited Liability Company)**

**U.S. Trademarks**

**Registered Marks**

Mark	Registration No.	Registration Date
K2	3940917	04/05/11
Design only	3296442	09/25/07
K2 ADVISORS	2481600	08/28/01

**Pending Applications**

Mark	Application No.	Filing Date
K2 ADVISORS	85606259	04/24/12
K2	85606237	04/24/12