

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Patent and Trademark Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Standard Parking Corporation		10/02/2012	CORPORATION: DELAWARE
Allright Corporation		10/02/2012	CORPORATION: DELAWARE
Central Parking Corporation		10/02/2012	CORPORATION: TENNESSEE
Kinney System, Inc.		10/02/2012	CORPORATION: DELAWARE
Central Parking System, Inc.		10/02/2012	CORPORATION: TENNESSEE
USA Parking System, Inc.		10/02/2012	CORPORATION: TENNESSEE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	135 South LaSalle Street
Internal Address:	Mail Code: IL4-135-05-41
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 86

Property Type	Number	Word Mark
Registration Number:	1984685	PARKING PLUS
Registration Number:	3384133	P ALLRIGHT PARKING
Registration Number:	3333690	ALLRIGHT PARKING
Registration Number:	3267647	
Registration Number:	3267549	CENTRAL AIRPARK AIRPORT PARKING
Registration Number:	3284308	CENTRAL PARKING SYSTEM
Registration Number:	3267241	CENTRAL PARKING CORPORATION
Registration Number:	2850498	CENTRAL CARTS
Registration Number:	2780397	PRG PARKING RESOURCE GROUP

OP \$2165.00 1984685

Registration Number:	2264440	CENTRAL PARKING CORPORATION
Registration Number:	2409078	CPC
Registration Number:	3617364	FOCUS POINT PARKING
Registration Number:	2512348	NEW SOUTH PARKING
Registration Number:	2270071	CENTRAL PARKING SYSTEM
Registration Number:	1013070	
Registration Number:	1982078	"THE PARKING PROFESSIONALS"
Registration Number:	1982073	K
Registration Number:	1864962	KINNEY
Registration Number:	1276527	K
Registration Number:	2330262	USA PARKING DEPOT
Registration Number:	2317215	THE HOSPITALITY PARKING COMPANY
Registration Number:	2373463	USA PARKING DEPOT
Registration Number:	2330197	USA AIRPORT PARKING
Registration Number:	2282028	USA PARKING CAR CARE CENTER
Registration Number:	2272912	USA PARKING BEACHPARK
Registration Number:	2289778	USA PARKING UNIVERSITY
Registration Number:	2235661	USA PARKING
Registration Number:	2283699	USA PARKING PARK-CRUISE
Registration Number:	2002079	USA PARKING SYSTEMS
Registration Number:	1886343	USA PARKING
Registration Number:	1885321	USA PARKING
Registration Number:	4153268	CLICK AND RIDE COM
Registration Number:	4129658	MPM PLUS
Registration Number:	4000724	SP PLUS
Registration Number:	3341182	PREFERRED RESPONSE SECURITY SERVICES
Registration Number:	3004992	YOUR SPACE IS READY WHEN YOU ARE
Registration Number:	3088334	VCPM
Registration Number:	2995864	ETOP
Registration Number:	2995863	VTOP
Registration Number:	3655880	SP PLUS
Registration Number:	3780724	
Registration Number:	3725556	STANDARD UNIVERSITY THE STANDARD PARKING TRAINING CENTER
Registration Number:	3728384	STANDARD PARKING CLIENT VIEW

Registration Number:	3725213	SP PLUS
Registration Number:	3711850	CNP>R
Registration Number:	4056625	CLICK AND RIDE
Registration Number:	3783239	CLICK AND PARK
Registration Number:	3785225	SP PLUS
Registration Number:	3719130	SP PLUS
Registration Number:	3783140	CLICK AND PARK COM
Registration Number:	3278839	GAMEDAY MANAGEMENT GROUP
Registration Number:	2900916	STANDARD ROAD ASSIST
Registration Number:	2801135	STANDARD PARKING
Registration Number:	2792585	STANDARD PARKING CORPORATION
Registration Number:	3055835	TICKET
Registration Number:	2693120	TICKET
Registration Number:	2622030	LITTLE PARKERS
Registration Number:	2360282	WE HAVE A SPOT FOR YOU
Registration Number:	2345554	EXPRESSLANE PARKING
Registration Number:	2343620	EXPRESSLANE
Registration Number:	2355026	
Registration Number:	2398666	FILMS-TO-GO
Registration Number:	2165753	BOOKS-TO-GO
Registration Number:	1910820	ADVANCED PARKING TECHNOLOGY
Registration Number:	1886740	PARKALERT
Registration Number:	1893361	STANDARD PARKING
Registration Number:	1841502	THE STANDARD PARKING EXCHANGE
Registration Number:	1743612	CP
Registration Number:	1698506	PARKNET
Registration Number:	1589359	PARK AIR EXPRESS
Registration Number:	1443582	AMBIANCE IN PARKING
Registration Number:	1364917	
Registration Number:	1070394	APCOA
Registration Number:	1037009	APCOA
Registration Number:	0612343	AIRPORT PARKING
Registration Number:	0612789	
Serial Number:	85163925	CENTRAL HOSPITALITY SERVICES
Serial Number:	85470817	USA PARKING TECHNOLOGY

	85234905	USA PARKING SCAN&GO
Serial Number:	85452516	PARKING UNIVERSITY
Serial Number:	85234918	USA PARKING SCAN&GO
Serial Number:	85713950	SP PLUS INSTATRAC
Serial Number:	85571930	MANAGING THE FLOW OF PEOPLE TO PLACES
Serial Number:	85417823	KNOW BEFORE YOU GO
Serial Number:	85396413	ABOUTPARKING.COM
Serial Number:	85396386	ABOUTPARKING.COM

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
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625-4735 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	10/18/2012

Total Attachments: 9
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PATENT AND TRADEMARK SECURITY AGREEMENT

THIS PATENT AND TRADEMARK SECURITY AGREEMENT (this "Agreement"), dated as of October 2, 2012, by and among the parties identified as "Grantors" on the signature pages hereto and such other parties as may become Grantors hereunder after the date hereof (individually a "Grantor", and collectively the "Grantors") and BANK OF AMERICA, N.A., in its capacity as administrative agent (in such capacity, the "Administrative Agent").

RECITALS

A. Standard Parking Corporation, a Delaware corporation (the "Company"), has entered into a Credit Agreement dated as of October 2, 2012 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement") with various financial institutions (collectively, the "Lenders") and Bank of America, N.A. as the Administrative Agent to which the Lenders have agreed to make loans to, and issue or participate in letters of credit for the account of, the Company. All capitalized terms used herein without definition are used as defined in the Credit Agreement or the Guaranty and Collateral Agreement, as applicable.

B. The Company and the Guarantors have entered into a Guaranty and Collateral Agreement dated as of the date hereof (as amended, restated, supplemented or otherwise modified from time to time, the "Guaranty and Collateral Agreement") with the Administrative Agent pursuant to which certain obligations owed to the Administrative Agent and to the other holders of the Secured Obligations are secured.

C. Pursuant to the Guaranty and Collateral Agreement, each Grantor is required to execute and deliver to the Administrative Agent, for the ratable benefit of itself and the other holders of the Secured Obligations, this Agreement.

D. Pursuant to the terms of the Guaranty and Collateral Agreement, each Grantor has granted to the Administrative Agent, for the benefit of the Administrative Agent and the other holders of the Secured Obligations, a security interest in substantially all the assets of such Grantor, including all right, title and interest of such Grantor in, to and under all now owned and hereafter acquired patents, patent applications, patent licenses, trademarks, trademark applications and trademark licenses, and all products and proceeds thereof; to secure the payment of the Secured Obligations.

In consideration of the mutual agreements set forth herein and in the Credit Agreement and the Guaranty and Collateral Agreement, each Grantor does hereby grant to the Administrative Agent, for the benefit of the Administrative Agent and the other holders of the Secured Obligations, a continuing security interest in all of such Grantor's right, title and interest in, to and under the following:

- (1.) each Trademark, including each Trademark application, and each Trademark License referred to in Schedule 1 annexed hereto, together with any renewals thereof and all goodwill associated therewith; and
- (2.) all products and proceeds of the foregoing, including, without limitation, any claim by such Grantor against third parties for past, present or future infringement of any Trademark or Trademark License referred to in Schedule 1 annexed hereto, including any Trademark issued pursuant to a Trademark application referred to in Schedule 1 (items 1 and 2 being herein collectively referred to as the "Trademark Collateral");

- (3.) each Patent, including each Patent application, and each Patent License referred to in Schedule 2 annexed hereto, together with any reissues, continuations or extensions thereof; and
- (4.) all products and proceeds of the foregoing, including, without limitation, any claim by such Grantor against third parties for past, present or future infringement of any Patent or Patent License referred to in Schedule 2 annexed hereto, including any Patent issued pursuant to a Patent application referred to in Schedule 2 (items 3 and 4 being herein collectively referred to as the "Patent Collateral").

Notwithstanding anything to the contrary contained herein, the terms Trademark Collateral and Patent Collateral shall not include any Excluded Property. For the avoidance of doubt and notwithstanding anything to the contrary contained herein, Schedule 1 and Schedule 2 shall only list Trademark Collateral and Patent Collateral arising under the laws of the United States and registered or applied for in the United States Patent and Trademark Office.

This security interest secures the Secured Obligations and is supplemental to and is granted to the Administrative Agent pursuant to the Guaranty and Collateral Agreement and subject to limitations set forth therein. The Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademark Collateral and the Patent Collateral made and granted hereby are more fully set forth in the Guaranty and Collateral Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event of a conflict between the provision of this Agreement and the Guaranty and Collateral Agreement, the Guaranty and Collateral Agreement shall control.

[Signature Pages Follow]

Each Grantor has caused this Patent and Trademark Security Agreement to be duly executed by its duly authorized officer thereunto as of the date first set forth above.

GRANTORS:

STANDARD PARKING CORPORATION, a Delaware corporation

By: 

Name: G Marc Baumann

Title: Executive Vice President and Chief Financial Officer

ALLRIGHT CORPORATION,

a Delaware corporation

CENTRAL PARKING CORPORATION,

a Tennessee corporation

KINNEY SYSTEM, INC.,

a Delaware corporation

CENTRAL PARKING SYSTEM, INC.,

a Tennessee corporation

USA PARKING SYSTEM, INC.,

a Tennessee corporation

By: 

Name: G Marc Baumann

Title: Executive Vice President, Chief Financial Officer
and Treasurer of each of the foregoing

STANDARD PARKING CORPORATION
PATENT AND TRADEMARK SECURITY AGREEMENT

TRADEMARK
REEL: 004883 FRAME: 0673

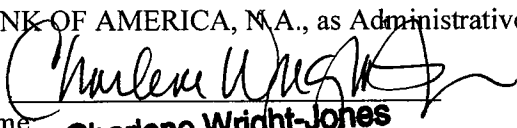
Acknowledged:

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

By:

Name:

Title:



Charlene Wright-Jones
Vice President

STANDARD PARKING CORPORATION
PATENT AND TRADEMARK SECURITY AGREEMENT

TRADEMARK
REEL: 004883 FRAME: 0674

SCHEDULE 1

to

PATENT AND TRADEMARK SECURITY AGREEMENT

Trademarks, Trademark Applications and Trademark Licenses

**Allright Corporation
(Delaware Corporation)**

U.S. Trademark

Registered Mark

Mark	Reg. No.	Reg. Date
PARKING PLUS	1984685	07/02/96

**Central Parking Corporation
(Tennessee Corporation)**

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
P ALLRIGHT PARKING and Design	3384133	02/19/08
ALLRIGHT PARKING	3333690	11/13/07
Design only	3267647	07/24/07
CENTRAL AIRPARK AIRPORT PARKING and Design	3267549	07/24/07
CENTRAL PARKING SYSTEM and Design	3284308	08/28/07
CENTRAL PARKING CORPORATION and Design	3267241	07/24/07
CENTRAL CARTS and Design	2850498	06/08/04
PRG PARKING RESOURCE GROUP and Design	2780397	11/04/03
CENTRAL PARKING CORPORATION	2264440	07/27/99
CPC	2409078	11/28/00

Pending Application

Mark	Appl. No.	Filing Date
CENTRAL HOSPITALITY SERVICES	85163925	10/28/10

**Central Parking System, Inc.
(Tennessee Corporation)**

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
FOCUS POINT PARKING	3617364	05/05/09
NEW SOUTH PARKING	2512348	11/27/01
CENTRAL PARKING SYSTEM	2270071	08/17/99
Design only	1013070	06/10/75

**Kinney System, Inc.
(Delaware Corporation)**

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
"THE PARKING PROFESSIONALS"	1982078	06/25/96
K and Design	1982073	06/25/96
KINNEY	1864962	11/29/94
K and Design	1276527	05/01/84

**USA Parking System, Inc.
(Tennessee Corporation)**

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
USA PARKING DEPOT and Design	2330262	03/14/00
THE HOSPITALITY PARKING COMPANY	2317215	02/08/00
USA PARKING DEPOT	2373463	08/01/00
USA AIRPORT PARKING and Design	2330197	03/14/00
USA PARKING CAR CARE CENTER and Design	2282028	09/28/99
USA PARKING BEACHPARK and Design	2272912	08/24/99
USA PARKING UNIVERSITY and Design	2289778	11/02/99
USA PARKING and Design	2235661	03/30/99
USA PARKING PARK-CRUISE and Design	2283699	10/05/99
USA PARKING SYSTEMS	2002079	09/24/96
USA PARKING	1886343	03/28/95
USA PARKING and Design	1885321	03/21/95

Pending Applications

Mark	Appl. No.	Filing Date
USA PARKING TECHNOLOGY and Design	85470817	11/11/11
USA PARKING SCAN&GO	85234905	02/04/11
PARKING UNIVERSITY	85452516	10/20/11
USA PARKING SCAN&GO	85234918	02/04/11

**Standard Parking Corporation
(Delaware Corporation)**

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
CLICK AND RIDE.COM and Design	4153268	06/05/12
MPM PLUS	4129658	04/17/02
SP PLUS	4000724	07/26/11
PREFERRED RESPONSE SECURITY SERVICES and Design	3341182	11/20/07
YOUR SPACE IS READY WHEN YOU ARE	3004992	10/04/05
VCPM	3088334	05/02/06
ETOP	2995864	09/13/05
VTOP	2995863	09/13/05
SP PLUS and Design	3655880	07/14/09
Design only	3780724	04/27/10
STANDARD UNIVERSITY THE STANDARD PARKING TRAINING CENTER	3725556	12/15/09
STANDARD PARKING CLIENT VIEW	3728384	12/22/09
SP PLUS	3725213	12/15/09
CNP>R	3711850	11/17/09
CLICK AND RIDE	4056625	11/15/11
CLICK AND PARK	3783239	05/04/10
SP PLUS and Design	3785225	05/04/10
SP PLUS and Design	3719130	12/01/09
CLICK AND PARK.COM and Design	3783140	05/04/10
GAMEDAY MANAGEMENT GROUP and Design	3278839	08/14/07
STANDARD ROAD ASSIST	2900916	11/02/04
STANDARD PARKING and Design	2801135	12/30/03
STANDARD PARKING CORPORATION and Design	2792585	12/09/03
TICKET and Design	3055835	01/31/06
TICKET and Design	2693120	03/04/03
LITTLE PARKERS	2622030	09/17/02
WE HAVE A SPOT FOR YOU	2360282	06/20/00
EXPRESSLANE PARKING and Design	2345554	04/25/00
EXPRESSLANE	2343620	04/18/00
Design only	2355026	06/06/00
FILMS-TO-GO	2398666	10/24/00
BOOKS-TO-GO	2165753	06/16/98
ADVANCED PARKING TECHNOLOGY	1910820	08/08/95
PARKALERT	1886740	03/28/95
STANDARD PARKING	1893361	05/09/95
THE STANDARD PARKING EXCHANGE	1841502	06/21/94
CP and Design	1743612	12/29/92

PARKNET	1698506	06/30/92
PARK AIR EXPRESS	1589359	03/27/90
AMBIANCE IN PARKING	1443582	06/16/87
Design only	1364917	10/08/85
APCOA	1070394	07/26/77
APCOA	1037009	03/30/76
AIRPORT PARKING and Design	0612343	09/13/55
Design only	0612789	09/20/55

Pending Applications

Mark	Appl. No.	Filing Date
SP PLUS INSTATRAC	85713950	08/27/12
MANAGING THE FLOW OF PEOPLE TO PLACES	85571930	03/16/12
KNOW BEFORE YOU GO	85417823	09/08/11
ABOUTPARKING.COM and Design	85396413	08/12/11
ABOUTPARKING.COM	85396386	08/12/11

SCHEDULE 2

to

PATENT AND TRADEMARK SECURITY AGREEMENT

Patents, Patent Applications and Patent Licenses

**Standard Parking Corporation
(Delaware Corporation)**

U.S. Patent

Issued Patent

Title	Patent No.	Issue Date
WEB-BASED PARKING AND TRAFFIC MANAGEMENT SYSTEM AND METHOD	7941337	05/10/11