

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Administrative Agent		10/16/2012	national banking association: UNITED STATES

RECEIVING PARTY DATA

Name:	Brightpoint, Inc.
Street Address:	2601 Metropolis Parkway
Internal Address:	Suite 210
City:	Plainfield
State/Country:	INDIANA
Postal Code:	46168
Entity Type:	CORPORATION: INDIANA

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	2675816	AOS ON-LINE CELLSTAR
Registration Number:	1835240	CELLSTAR
Registration Number:	1976263	CELLSTAR
Registration Number:	2275537	CELLSTAR
Registration Number:	2533227	CELLSTAR
Registration Number:	1896626	CELL STAR
Registration Number:	2603277	CELLSTAR
Registration Number:	2582573	CELLSTAR NETXTREME
Registration Number:	2755539	ETELL
Registration Number:	2888948	INFINITRAX
Registration Number:	3152929	NETXTREME
Registration Number:	2994534	OMNIGISTICS
Registration Number:	2599635	ORDERSTAR

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Registration Number:	2851014	ORDERSTAR
Registration Number:	2891289	ORDERSTAR
Registration Number:	2688804	
Registration Number:	2756124	
Serial Number:	77034937	ETRIEVE
Serial Number:	78517937	IJOY
Serial Number:	78607320	OMNIGISTICS
Serial Number:	78614835	

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
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Correspondent Name: Moore & Van Allen PLLC
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Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625-4628 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	10/18/2012

Total Attachments: 4
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of October 15, 2012 (“Release”), is made by Bank of America, N.A., as Administrative Agent (“Administrative Agent”) in favor of Brightpoint, Inc., an Indiana corporation (“Grantor”).

WHEREAS, pursuant to that certain Amended and Restated Security and Pledge Agreement dated as of February 16, 2007 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the “Security Agreement”) by and among the Grantors party thereto and the Administrative Agent, each Grantor granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Grantor in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing;

WHEREAS, pursuant to the Security Agreement, Grantor executed and delivered to Administrative Agent, for the benefit of the holders of the Secured Obligations, the Notice of Grant of Security Interest in Trademarks dated as of February 16, 2007 (“Notice”); and

WHEREAS, the Notice was recorded at the United States Patent and Trademark Office (“USPTO”) on May 2, 2007 at Reel 3533 Frame 0228.

NOW THEREFORE, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Administrative Agent, on behalf of the holders of the Secured Obligations, and Grantor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Notice.

SECTION 2. Termination and Release. Administrative Agent, on behalf of the holders of the Secured Obligations, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to the right, title, and interest in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including, but not limited to, the foregoing listed on Schedule A attached hereto; and

(b) authorizes the recordation of this Release with the USPTO at Grantor’s expense.

SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Administrative Agent, on behalf of the holders of the Secured Obligations, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

Bank of America, N.A., as Administrative Agent

By: Liliana Claar
Name: Liliana Claar
Title: Vice President

Schedule 1

Brightpoint, Inc.
(Indiana corporation)

U.S. Trademarks

Trademark	Country	Application No.	Registration No	Registration Date	Classes	Status
AOS ON-LINE	United States of America	75622176	2675816	21 Jan 2003	35	Registered
CELLSTAR (stylized)	United States of America	74354588	1835240	10 May 1994	9	Registered
CELLSTAR (stylized)	United States of America	74651394	1976263	28 May 1996	9,38,42	Registered
CELLSTAR (stylized)	United States of America	75399597	2275537	7 Sep 1999	9,35,36,37,38,42	Registered
CELLSTAR (stylized)	United States of America	75534071	2533227	29 Jan 2002	35,36,37,38,42	Registered
CELLSTAR (with globe logo)	United States of America	74489103	1896626	30 May 1995	42	Registered
CELLSTAR (with globe logo)	United States of America	75541329	2603277	6 Aug 2002	35,38	Registered
CELLSTAR NET XTREME	United States of America	75467264	2582573	18 Jun 2002	35	Registered
ETELL (stylized)	United States of America	76418336	2755539	26 Aug 2003	9	Registered
ETRIEVE	United States of America	77034937			38	Pending
IJOY	United States of America	78517937			9	Abandoned

INFINITRAX	United States of America	78222574	2888948	28 Sep 2004	35	Registered
NETXTREME	United States of America	78557202	3152929	10 Oct 2006	35,37,38	Registered
OMNIGISTICS	United States of America	78364226	2,994,534	13 Sep 2005	35,37,38,39	Registered
OMNIGISTICS	United States of America	78607320			35	Pending
Omnigistics Black & White Logo	United States of America	78614835			35,37,38,39	Pending
ORDERSTAR	United States of America	78058543	2599635	23 Jul 2002	35	Registered
ORDERSTAR	United States of America	78269575	2851014	8 Jun 2004	35	Registered
ORDERSTAR	United States of America	78269587	2891289	5 Oct 2004	35	Registered
ORDERSTAR LOGO	United States of America	78123599	2688804	18 Feb 2003	35	Registered
PUZZLE STAR LOGO	United States of America	78123579	2756124	26 Aug 2003	35,38	Registered

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RECORDED: 10/18/2012

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