TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cincinnati Bell Wireless, LLC		11/20/2012	LIMITED LIABILITY COMPANY: OHIO

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Collateral Agent
Street Address:	101 N. Tryon Street
Internal Address:	One Independnence Center
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	85671180	TRIBUTE

OP $40.00 85671180

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:	017625-4809 JES
NAME OF SUBMITTER:	John E. Slaughter

Signature:	/John E. Slaughter/
Date:	11/20/2012

Total Attachments: 4
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NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Non-Shared Collateral Security and Pledge Agreement dated as of November 20, 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 collateral agent (the "Collateral Agent") for the holders of the Secured Obligations as defined and referenced therein, the undersigned Obligor has granted a continuing security interest in, and a right to set off against, the trademarks and trademark applications shown below to the Collateral Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

Trademark No.	Description of Trademark	Date of Trademark
	See Schedule 1 attached hereto.	

TRADEMARK APPLICATIONS

Trademark Applications No.	Description of Trademark Applied for	Date of Trademark Applications
	See Schedule 1 attached hereto.	

The undersigned Obligor and the Collateral Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing copyrights and copyright 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 copyright or copyright application.

Very truly yours,

CINCINNATI BELL WIRELESS, LLC,
an Ohio limited liability company

By: Christopher C. Elma
Name: Christopher C. Elma
Title: Vice President, Treasury and Tax

TRADEMARK
REEL: 004904 FRAME: 0524

Acknowledged and Accepted:

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

By: Don B. Pinzon
Name: Don B. Pinzon
Title: Vice President

Schedule 1

Cincinnati Bell Wireless, LLC
(Ohio Limited Liability Company)

U.S. Trademark

Pending Application

Mark	Appl. No.	Filing Date
TRIBUTE	85671180	07/08/12

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