

## 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
Vesta Corporation		12/12/2012	CORPORATION: OREGON
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	901 Main Street		
Internal Address:	Mail Code: TX1-492-14-06		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75202		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	3399788	EDM	
Registration Number:	3399787	ENHANCED DECISION MANAGEMENT	
Registration Number:	3765584	SINGLEFUND	
Registration Number:	3094684	CUSTOMER ACQUISITION SYSTEM	
Registration Number:	2679672	VESTA	
Registration Number:	2889413	FLEXPOINTS	
Registration Number:	2197906	1 800 PRE-PAID	
Registration Number:	2172372	THE SMARTER WAY TO CALL	
Registration Number:	1811235	PROFILE	
CORRESPONDENCE DATA			
Fax Number:	9194168328		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
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:	327000-11274 JES
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NAME OF SUBMITTER:	John E. Slaughter
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Signature:	/John E. Slaughter/
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Date:	12/13/2012
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Total Attachments: 4  
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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 December 12, 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>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
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See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

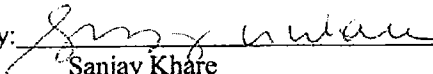
<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
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See Schedule 1 attached hereto

The undersigned Obligor 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,

VESTA CORPORATION

By:   
Sanjay Khare  
Chief Financial Officer and Assistant  
Secretary

Acknowledged and Accepted:

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

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

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS  
VESTA CORPORATION

**TRADEMARK**  
**REEL: 004918 FRAME: 0262**

The undersigned Obligor 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,

VESTA CORPORATION

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

Acknowledged and Accepted:

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

By: *Dora A. Brown*  
Name: Dora A. Brown  
Title: Vice President

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS  
VESTA CORPORATION

**TRADEMARK**  
**REEL: 004918 FRAME: 0263**

**Schedule 1**

**Vesta Corporation  
(Oregon Corporation)**

**U.S. Trademarks**

**Registered Marks**

<b>Mark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
EDM	3399788	03/18/08
ENHANCED DECISION MANAGEMENT	3399787	03/18/08
SINGLEFUND	3765584	03/23/10
CUSTOMER ACQUISITION SYSTEM	3094684	05/23/06
VESTA	2679672	01/28/03
FLEXPOINTS	2889413	09/28/04
1 800 PRE-PAID	2197906	10/20/98
THE SMARTER WAY TO CALL	2172372	07/14/98
PROFILE	1811235	12/14/93

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