

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
South Carolina Telecommunications Group Holdings, LLC		01/28/2013	LIMITED LIABILITY COMPANY: SOUTH CAROLINA
Info Avenue Internet Services, L.L.C.		01/28/2013	LIMITED LIABILITY COMPANY: SOUTH CAROLINA

RECEIVING PARTY DATA

Name:	CoBank, ACB
Street Address:	5500 S. Quebec Street
City:	Greenwood Village
State/Country:	COLORADO
Postal Code:	80111
Entity Type:	Federally Chartered Bank: UNITED STATES

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	3946648	SPIRIT DOMAINS
Registration Number:	3780539	MEDACCESS
Registration Number:	3692547	SPIRIT TELECOM
Registration Number:	3724837	SPIRIT TELECOM
Registration Number:	2938606	SPIRIT TELECOM
Registration Number:	4149051	SPIRIT BUSINESS
Registration Number:	4149052	SPIRIT BUSINESS ELITE
Registration Number:	4149095	SPIRIT COMMUNICATIONS
Registration Number:	4149097	SPIRIT COMMUNICATIONS
Registration Number:	4225051	SPIRIT GOVERNMENT
Registration Number:	4225053	SPIRIT WHOLESALE

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Registration Number:	4225050	SPIRIT CARRIER
Serial Number:	85763809	SPIRIT MOBILEVOICE
Registration Number:	2676332	HOME I GO

CORRESPONDENCE DATA

Fax Number: 4048538806
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

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 Address Line 4: Atlanta, GEORGIA 30309-3996

ATTORNEY DOCKET NUMBER:	10801-0360
NAME OF SUBMITTER:	Jessica Rissmiller
Signature:	/Jessica Rissmiller/
Date:	02/05/2013

Total Attachments: 4
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**GRANT OF SECURITY INTEREST
IN TRADEMARKS**


WHEREAS, **South Carolina Telecommunications Group Holdings, LLC** (“**SCTGH**”) and **Info Avenue Internet Services, L.L.C.** (“**Info Avenue**” and, together with **SCTGH**, the “**Grantors**” and each, individually, a “**Grantor**”) are the owners of the trademarks and service marks listed on **Schedule A** attached hereto, which marks are registered or have pending registrations in the United States Patent and Trademark Office as set forth on **Schedule A** attached hereto (all such trademarks, service marks, registrations and applications, collectively, the “**Trademarks**”); and

WHEREAS, the Grantors have entered into a Pledge and Security Agreement (as amended, modified, restated or supplemented from time to time, the “**Pledge Agreement**”), dated as of January 28, 2013 in which the Grantors have agreed with CoBank, ACB (“**CoBank**”), with offices at 5500 S. Quebec Street, Greenwood Village, Colorado 80111, to execute this grant of security interest;

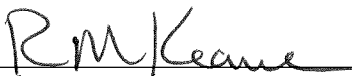
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Pledge Agreement), each Grantor does hereby grant to CoBank a security interest in all of its right, title and interest in and to the Trademarks, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This Grant of Security Interest has been given in conjunction with the security interest granted to CoBank under the Pledge Agreement, and the provisions of this grant are without prejudice to and in addition to the provisions of the Pledge Agreement, which are incorporated herein by this reference.

[Signatures to follow on next page.]

**SOUTH CAROLINA
TELECOMMUNICATIONS GROUP
HOLDINGS, LLC**

By: 
Name: Robert M. Keane
Title: President

**INFO AVENUE INTERNET SERVICES,
L.L.C.**

By: 
Name: Robert M. Keane
Title: President

[Signature Page to Grant of Security Interest in Trademarks]

Schedule A

TRADEMARKS AND TRADEMARK APPLICATIONS

Owner	Mark or Name	Application or Registration No.	Country	Issue or File Date	Description of License
South Carolina Telecommunications Group Holdings, LLC	Spirit Domains	S/N: 77693978 R/N: 3946648	United States	3-18-09	Service
South Carolina Telecommunications Group Holdings, LLC	MEDACCESS	S/N: 77693978 R/N: 3780539	United States	8-17-09	Service
South Carolina Telecommunications Group Holdings, LLC	SPIRIT TELECOM (as as Service Provider)	S/N: 77716016 R/N: 3692547	United States	4-17-09	Service
South Carolina Telecommunications Group Holdings, LLC	Spirit Telecom Logo (Design Plus Words)	S/N: 77693979 R/N: 3724837	United States	3-18-09	Service
South Carolina Telecommunications Group Holdings, LLC	SPIRIT TELECOM (as a Member in an association of telecom companies)	S/N: 76461422 R/N: 2938606	United States	10-18-02	Collective Membership Mark
South Carolina Telecommunications Group Holdings, LLC	Spirit Business	S/N: 85346473 R/N: 4149051	United States	6-15-11	Service
South Carolina Telecommunications Group Holdings, LLC	Spirit Business Elite	S/N: 85346488 R/N: 4149052	United States	6-15-11	Service
South Carolina Telecommunications Group Holdings, LLC	Spirit Communications	S/N: 85360542 R/N: 4149095	United States	6-30-11	Service
South Carolina Telecommunications Group Holdings, LLC	Spirit Communications Logo	S/N: 85361035 R/N: 4149097	United States	6-30-11	Service
South Carolina Telecommunications Group Holdings, LLC	Spirit Government	S/N: 85548702 R/N: 4225051	United States	2-21-12	Service

South Carolina Telecommunications Group Holdings, LLC	Spirit Wholesale	S/N: 85548714 R/N: 4225053	United States	2-21-12	Service
South Carolina Telecommunications Group Holdings, LLC	Spirit Carrier	S/N: 85548686 R/N: 4225050	United States	2-21-12	Service
South Carolina Telecommunications Group Holdings, LLC	Spirit MobileVoice	S/N: 85763809	United States	10-25-12	Pending

Owner	Mark or Name	Application or Registration No.	Country	Issue or File Date	Description of License
Info Avenue Internet Services, L.L.C.	HOME I GO	S/N: 76154791 R/N: 2676332	United States	10-26-00	Service