

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
COMVEST VELOCITY EXPRESS LENDERS, LLC		02/22/2013	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	VELOCITY EXPRESS, LLC
Street Address:	11104 West Airport Boulevard, Suite 130
City:	Stafford
State/Country:	TEXAS
Postal Code:	77477
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	VELOCITY FRANCHISING, LLC
Street Address:	11104 West Airport Boulevard, Suite 130
City:	Stafford
State/Country:	TEXAS
Postal Code:	77477
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	3377652	V
Registration Number:	3447539	VELOCITYEXPRESS REAL TIME DELIVERY
Registration Number:	3290039	WE CALL THAT REAL-TIME DELIVERY.
Registration Number:	3465524	REAL TIME DELIVERY.
Registration Number:	2660102	VXP
Registration Number:	2684089	VELOCITY EXPRESS
Registration Number:	3293557	THE TOTAL PACKAGE IN DELIVERY
Registration Number:	2534060	CD&L

CH \$240.00 3377652

Registration Number:	2534061	CD&L
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CORRESPONDENCE DATA

Fax Number: 5616596313
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 561-653-5000
Email: ip@akerman.com, peter.chiabotti@akerman.com, angela.martin@akerman.com
Correspondent Name: Akerman Senterfitt
Address Line 1: P.O. Box 3188
Address Line 4: West Palm Beach, FLORIDA 33402-3188

ATTORNEY DOCKET NUMBER:	0267396
NAME OF SUBMITTER:	Peter A. Chiabotti
Signature:	/Peter A. Chiabotti/
Date:	02/22/2013

Total Attachments: 4
source=2013-02-22 Comvest Release of Patent and Trademark Security Agreement (executed)#page1.tif
source=2013-02-22 Comvest Release of Patent and Trademark Security Agreement (executed)#page2.tif
source=2013-02-22 Comvest Release of Patent and Trademark Security Agreement (executed)#page3.tif
source=2013-02-22 Comvest Release of Patent and Trademark Security Agreement (executed)#page4.tif

Release Of Patent And Trademark Security Agreement

This Release ("Release"), dated as of February 1, 2013, is made by Comvest Velocity Express Lenders, LLC (the "Secured Party") for the benefit of Velocity Express, LLC, a Delaware limited liability company (the "Debtor"), and Velocity Franchising, LLC, a Delaware limited liability company ("Velocity Franchising" or the "Guarantor"; the Debtor and the Guarantor shall be collectively referred to as the "Loan Parties," and each, individually, as a "Loan Party")

Recitals

Whereas, pursuant to a Credit and Security Agreement, dated as of January 30, 2012 (as the same has been, and may hereafter be, amended, modified, supplemented, increased or restated from time to time, the "Credit Agreement"), among the Loan Parties, Velocity Express Canada, Ltd., a corporation organized under the laws of Canada ("Velocity Canada"), USDS Canada, Ltd., a corporation organized under the laws of Canada ("USDS"), and Wells Fargo Bank, National Association (the "First Lien Holder"), the First Lien Holder has extended a senior secured credit facility to the Debtor, Velocity Franchising and Velocity Canada, which is guaranteed by USDS.

Whereas, pursuant to an Amended and Restated Subordinated Promissory Note, dated as of October 31, 2012 (as the same has been, and may hereafter be, amended, modified, supplemented, increased or restated from time to time, the "Note"), the Secured Party extended credit accommodations to the Debtor.

Whereas, pursuant to the Note, the Loan Parties executed the Patent and Trademark Security Agreement, dated as of October 31, 2012 and by and among Loan Parties and the Secured Party and recorded with the U.S. Patent and Trademark Office on November 13, 2012 at Reel/Frame No. 4898/0847 and on November 21, 2012 at Reel/Frame No. 4905/0278 ("Patent and Trademark Security Agreement"), pursuant to which the Loan Parties granted to the Secured Party a lien on and security interest in, all of the right, title and interest in, to and under Patents and Trademarks, as defined therein (the "Patent and Trademark Collateral");

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party agrees as follows:

The Secured Party, hereby relinquishes, terminates, cancels and releases any and all right, title and interest it may have or have acquired through the Patent and Trademark Security Agreement, or otherwise, in and to the Patent and Trademark Collateral, including the Trademarks listed on Schedule 1 and Patents listed on Schedule 2 attached hereto and incorporated herein by reference (collectively, the "Released Collateral").

The parties hereto shall cause this Release to be filed with the United States Patent and Trademark Office for the purpose of recording the release of the Secured Party's security interest in the Released Collateral.

In Witness Whereof, the Secured Party has executed this Release as of the date first set forth above.

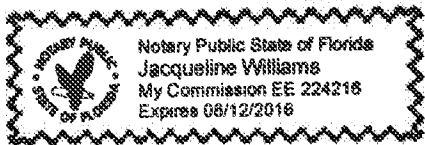
SECURED PARTY:

COMVEST VELOCITY EXPRESS LENDERS, LLC

By: *Cecilio M. Rodriguez*
Cecilio M. Rodriguez
Its Authorized Signatory
Address:
525 Okeechobee Boulevard, Suite 1050, West Palm Beach, FL 33401
Attention: W. Marshall Griffin

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 22nd day of February, 2013, by Cecilio M. Rodriguez, an Authorized Signatory of Comvest Velocity Express Lenders, LLC, on behalf of the limited liability company.



Jacqueline Williams
Jacqueline Williams Notary Public

Schedule 1

UNITED STATES ISSUED TRADEMARKS, SERVICE MARKS

AND COLLECTIVE MEMBERSHIP MARKS

<u>US Trademarks</u>		
<u>Trademark</u>	<u>Registration Date</u>	<u>Federal Registration Number</u>
V (Words & Design)	2/5/08	3377652
Velocity Express RealTime Delivery (Stylized Letters)	6/17/08	3447539
We Call That Real-Time Delivery (Standard Character Mark)	9/11/07	3290039
Real-Time Delivery	7/15/08	3465524
VXP (Words Only)	12/10/02	2660102
Velocity Express (Words Only)	2/4/03	2684089
The Total Package In Delivery (Standard Character Mark)	9/18/07	3293557
CD&L (Words Only)	1/29/02	2534060
CD&L	1/29/02	2534061
<i>Owned Intellectual Property</i>		
The Company has a proprietary electronic track and trace software program.		

Canadian Trademarks

<u>Trademark</u>	<u>Application No.</u>	<u>Registration No.</u>	<u>Date Registered</u>
Velocity Express	1056404	TMA583572	June 11, 2003

Schedule 2

None.