

07/18/2013



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Form PTO-1594 (Rev. 12-11)
OMB Collection 0651-0027 (exp.

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Re-700506795 7-18-13

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p>1. Name of conveying party(ies):</p> <p>ACCESS POINT, INC.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation- State: <u>North Carolina</u> <input type="checkbox"/> Other _____</p> <p>Citizenship (see guidelines) <u>North Carolina</u></p> <p>Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Additional names, addresses, or citizenship attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Name: <u>PNC BANK, NATIONAL ASSOCIATION</u></p> <p>Street Address: <u>4720 Piedmont Row Drive, Suite 300</u></p> <p>City: <u>Charlotte</u></p> <p>State: <u>North Carolina</u></p> <p>Country: <u>United States</u> Zip: <u>28210</u></p> <p><input type="checkbox"/> Individual(s) Citizenship _____ <input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input type="checkbox"/> Corporation Citizenship _____ <input checked="" type="checkbox"/> Other <u>National Bank</u> Citizenship <u>United States</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <small>(Designations must be a separate document from assignment.)</small></p>
<p>3. Nature of conveyance/Execution Date(s) :</p> <p>Execution Date(s) <u>June 17, 2013</u></p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p>	

<p>4. Application number(s) or registration number(s) and identification or description of the Trademark.</p> <p>A. Trademark Application No.(s) _____ Text _____</p> <p>B. Trademark Registration No.(s) <u>2965180</u></p>	<p>Additional sheet(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

2965180 ACCESS POINT INC. (Design)

<p>5. Name & address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>SHANNON C. BAXTER, ESQ.</u></p> <p>Internal Address: <u>McKenna Long & Aldridge LLP</u></p> <p>Street Address: <u>303 Peachtree Street</u> <u>Suite 5300</u></p> <p>City: <u>Atlanta</u></p> <p>State: <u>GA</u> Zip: <u>30308</u></p> <p>Phone Number: <u>404-827-4000</u></p> <p>Docket Number: <u>004138-00882</u></p> <p>Email Address: <u>sbaxter@mckennalong.com</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ <u>40.00</u></p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed</p> <p>8. Payment Information:</p> <p>Deposit Account Number <u>502157</u></p> <p>Authorized User Name <u>5661</u></p>
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9. Signature: [Signature] 06.20.13 Date

SHANNON C. BAXTER Total number of pages including cover sheet, attachments, and document: 4

Name of Person Signing

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1460, Alexandria, VA 22313-1450

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARK

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, ACCESS POINT, INC., a North Carolina corporation ("Grantor") with principal offices at 1100 Crescent Green, Suite 109, Cary, North Carolina 27518, hereby grants to PNC BANK, NATIONAL ASSOCIATION ("PNC"), as agent ("Grantee"), a security interest in (a) all of Grantor's right, title and interest in and to the United States trademark number 2965180 registered on July 5, 2005 (the "Mark"), (b) all proceeds and products of the Mark, (c) the goodwill of the businesses with which the Mark is associated and (d) all causes of action arising prior to or after the date hereof for infringement of the Mark or unfair competition regarding the same.

This Grant of Security Interest in United States Trademarks (this "Grant") is made to secure the satisfactory performance and payment of all of the Obligations, as such term is defined in the Revolving Credit and Security Agreement among Grantor, the other Persons from time to time party thereto and Grantee, dated as of June 17, 2013 (as amended, modified, restated and/or supplemented from time to time, the "Credit Agreement"). Upon termination of the Credit Agreement as provided therein, Grantee shall execute, acknowledge and deliver to Grantor an instrument in writing releasing the security interest in the Mark acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to Grantee under the Credit Agreement. The rights and remedies of Grantee with respect to the security interest granted herein are as set forth in the Credit Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Credit Agreement, the provisions of the Credit Agreement shall govern.

[Remainder of this page intentionally left blank.]

ATLANTA 5481683.1

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 17th day of June, 2013.

GRANTOR:

ACCESS POINT, INC.

By: Richard E. Brown
Name: Richard E. Brown
Title: President and CEO

GRANTEE:

PNC BANK, NATIONAL ASSOCIATION,
as Agent

By: _____
Name: Joseph Shylock
Title: Vice President

GRANT OF SECURITY INTEREST IN TRADEMARKS

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 17th day of June, 2013.

GRANTOR:

ACCESS POINT, INC.

By: _____
Name: _____
Title: _____

GRANTEE:

PNC BANK, NATIONAL ASSOCIATION,
as Agent

By: Joseph J. Shylock 6/18/13
Name: Joseph Shylock
Title: Vice President

GRANT OF SECURITY INTEREST IN TRADEMARKS