

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT																																	
NATURE OF CONVEYANCE:	Notice of Grant of a Security Interest in Trademarks																																	
CONVEYING PARTY DATA																																		
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Highwinds Network Group, Inc.</td> <td></td> <td>07/29/2013</td> <td>CORPORATION: FLORIDA</td> </tr> <tr> <td>Easynews Holdings, Inc.</td> <td></td> <td>07/29/2013</td> <td>CORPORATION: FLORIDA</td> </tr> <tr> <td>UNS Holdings, Inc.</td> <td></td> <td>07/29/2013</td> <td>CORPORATION: FLORIDA</td> </tr> <tr> <td>Bandwidth Consulting, Inc.</td> <td></td> <td>07/29/2013</td> <td>CORPORATION: CALIFORNIA</td> </tr> </tbody> </table>	Name	Formerly	Execution Date	Entity Type	Highwinds Network Group, Inc.		07/29/2013	CORPORATION: FLORIDA	Easynews Holdings, Inc.		07/29/2013	CORPORATION: FLORIDA	UNS Holdings, Inc.		07/29/2013	CORPORATION: FLORIDA	Bandwidth Consulting, Inc.		07/29/2013	CORPORATION: CALIFORNIA														
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RECEIVING PARTY DATA																																		
Name:	Goldman Sachs BDC, Inc., as agent																																	
Street Address:	1 American Lane																																	
City:	Greenwich																																	
State/Country:	CONNECTICUT																																	
Postal Code:	06831																																	
Entity Type:	CORPORATION: DELAWARE																																	
PROPERTY NUMBERS Total: 10																																		
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> <th>Word Mark</th> </tr> </thead> <tbody> <tr> <td>Registration Number:</td> <td>4340036</td> <td></td> </tr> <tr> <td>Registration Number:</td> <td>4363607</td> <td>GDN GAME DELIVERY NETWORK</td> </tr> <tr> <td>Registration Number:</td> <td>3734610</td> <td>HIGHWINDS</td> </tr> <tr> <td>Registration Number:</td> <td>3489658</td> <td>ROLLINGTHUNDER</td> </tr> <tr> <td>Registration Number:</td> <td>3547547</td> <td>STRIKETRACKER</td> </tr> <tr> <td>Registration Number:</td> <td>3484623</td> <td>EASYNEWS</td> </tr> <tr> <td>Registration Number:</td> <td>3751063</td> <td>USENETSERVER</td> </tr> <tr> <td>Registration Number:</td> <td>3344219</td> <td>UNS</td> </tr> <tr> <td>Registration Number:</td> <td>3584100</td> <td>BANDCON CONTENT DELIVERY SYSTEM</td> </tr> <tr> <td>Registration Number:</td> <td>3584099</td> <td>BANDCON DIRECT CONNECT</td> </tr> </tbody> </table>	Property Type	Number	Word Mark	Registration Number:	4340036		Registration Number:	4363607	GDN GAME DELIVERY NETWORK	Registration Number:	3734610	HIGHWINDS	Registration Number:	3489658	ROLLINGTHUNDER	Registration Number:	3547547	STRIKETRACKER	Registration Number:	3484623	EASYNEWS	Registration Number:	3751063	USENETSERVER	Registration Number:	3344219	UNS	Registration Number:	3584100	BANDCON CONTENT DELIVERY SYSTEM	Registration Number:	3584099	BANDCON DIRECT CONNECT	
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CORRESPONDENCE DATA																																		

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Fax Number: 3125585700

*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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Email: lkonrath@winston.com

Correspondent Name: Laura Konrath

Address Line 1: 35 W Wacker Drive

Address Line 2: Winston & Strawn LLP, Suite 2800

Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	86111-3
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NAME OF SUBMITTER:	Laura Konrath
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Signature:	/Laura Konrath/
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Date:	07/31/2013
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**Total Attachments: 6**

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THIS NOTICE OF GRANT OF A SECURITY INTEREST IN TRADEMARKS IS SUBORDINATE IN THE MANNER AND TO THE EXTENT SET FORTH IN THAT CERTAIN INTERCREDITOR AGREEMENT (THE "INTERCREDITOR AGREEMENT") DATED AS OF THE DATE HEREOF, BETWEEN CERBERUS BUSINESS FINANCE, LLC, AS ADMINISTRATIVE AGENT AND COLLATERAL AGENT UNDER AND PURSUANT TO THE FIRST LIEN CREDIT AGREEMENT (AS DEFINED THEREIN), AND GOLDMAN SACHS BDC, INC., AS ADMINISTRATIVE AGENT AND COLLATERAL AGENT UNDER AND PURSUANT TO THE SECOND LIEN CREDIT AGREEMENT (AS DEFINED THEREIN), AND IS ACKNOWLEDGED BY HIGHWINDS CAPITAL, INC. AND THE OTHER OBLIGORS (AS DEFINED THEREIN); AND EACH BENEFICIARY OF THIS NOTICE OF GRANT OF A SECURITY INTEREST IN TRADEMARKS, BY ITS ACCEPTANCE HEREOF, SHALL BE BOUND BY THE PROVISIONS OF THE INTERCREDITOR AGREEMENT.

NOTICE OF GRANT OF A SECURITY INTEREST IN TRADEMARKS (this "Notice")

July 29, 2013

WHEREAS, each of Highwinds Newtwork Group, Inc. ("HNG"), Easynews Holdings, Inc. ("ENH"), UNS Holdings, Inc. ("UNS"), and Bandwidth Consulting, Inc. ("BWC", and together with HNG, ENH, and UNS, each a "Grantor" and collectively, the "Grantors") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed opposite its name on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, each Grantor has entered into a Pledge and Security Agreement, dated July 29, 2013 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Goldman Sachs BDC, Inc., as the collateral agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the "Agent");

WHEREAS, pursuant to the Security Agreement, each Grantor has assigned to the Assignee and granted to the Agent for the benefit of the Secured Parties (as defined in the Security Agreement) a continuing security interest in all right, title and interest of such Grantor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement); and

WHEREAS, pursuant to the Security Agreement, each Grantor has agreed to the filing of this Notice with the United States Patent and Trademark Office to evidence the Agent's continuing security interest in the Collateral.

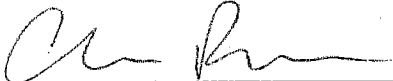
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby authorizes the filing of this Notice with the United States Patent and Trademark Office to evidence the Agent's continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

Each Grantor does hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.


[Signature Page Follows]

IN WITNESS WHEREOF, each Grantor has caused this Notice to be duly executed by its officer thereunto duly authorized as of the date first set forth above.


HIGHWINDS NETWORK, GROUP, INC.

By:   
Name: Chance Brannen  
Title: President


EASYNEWS HOLDINGS, INC.

By:   
Name: Chance Brannen  
Title: President

UNS HOLDINGS, INC.



By:   
Name: Chance Brannen  
Title: President

BANDWIDTH CONSULTING, INC.

By:   
Name: Chance Brannen  
Title: President

SCHEDULE A TO A GRANT OF A SECURITY INTEREST

TRADEMARKS

	Country	Record Owner/ State of Organization	Trademark	Reg. Number	Reg. Date	Application Number	Application Date
1.	U.S. European Community	Highwinds Network Group, Inc. State of Organization: Florida		4,340,036	05/21/2013	85/682,075 011499563	07/19/2012 01/18/2013
2.	U.S.	Highwinds Network Group, Inc. State of Organization: Florida		4,363,607	07/09/2013	85/682,086	07/19/2012
3.	U.S. Brazil Canada European Community	Highwinds Network Group, Inc. State of Organization: Florida	HIGHWINDS	3,734,610 Pending Pending Published	01/05/2010	77/127,950 840.411.162 1,612,291 011449563	03/12/2007 02/04/2013 02/01/2013 01/18/2013
4.	U.S.	Highwinds Network	ROLLINGTHUNDER	3,489,658	08/19/2008	77/169,578	05/01/2007

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		Group, Inc.							
		State of Organization: Florida							
5.	U.S.	Highwinds Network Group, Inc.	STRIKETRACKER	3,547,547	12/16/2008	77/169,579	05/01/2007		
		State of Organization: Florida							
6.	U.S.	Easynews Holdings, Inc.	EASYNEWS	3,484,623	08/12/2008	77/371,808	01/15/2008		
	European Community	State of Organization: Florida		4007167	11/03/2005		08/16/2005		
7.	U.S.	UNS Holdings, Inc.	USENETSERVER	3,751,063	02/23/2010	77/401,201	02/20/2008		
	European Community	State of Organization: Florida				957346	02/26/2008		
8.	U.S.	UNS Holdings, Inc.	UNS	3,344,219	11/27/2007	78/943,779	08/03/2006		
		State of Organization: Florida							
9.	U.S.	Bandwidth Consulting, Inc.	BANDCON CONTENT DELIVERY SYSTEM	3,584,100	03/03/2009	77/276,971	09/11/2007		

10.	U.S.	State of Organization: California Bandwidth Consulting, Inc.	BANDCON DIRECT CONNECT	3,584,099	03/03/2009	77/276,951	09/11/2007
		State of Organization: California					