

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Nexus World Services, Inc.		08/01/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Silicon Valley Bank
Street Address:	3003 Tasman Drive, HG 150
City:	Santa Clara
State/Country:	CALIFORNIA
Postal Code:	95054
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	4166776	NEXUS RFP
Registration Number:	4149061	NEXUS TOTAL SALES MANAGEMENT FOR HOTELS
Registration Number:	4101826	RFPWORX
Registration Number:	4101822	HOTELWORX
Registration Number:	2624465	HOTELINEX

CORRESPONDENCE DATA

Fax Number: 8004947512
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 2023704761
 Email: tfahey@nationalcorp.com
 Correspondent Name: Thomas Fahey
 Address Line 1: 1025 Vermont Avenue NW, Suite 1130
 Address Line 2: National Corporate Research, Ltd.
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

NAME OF SUBMITTER:	Lisa A. Cobbett
Signature:	/Lisa A. Cobbett/
Date:	08/08/2013
Total Attachments: 7 source=Nexus#page2.tif source=Nexus#page3.tif source=Nexus#page4.tif source=Nexus#page5.tif source=Nexus#page6.tif source=Nexus#page7.tif source=Nexus#page8.tif	

FORM OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of August 1, 2013 by and between **NEXUS WORLD SERVICES, INC.** (the "*Grantor*") and **SILICON VALLEY BANK**, as security agent for the Secured Parties (in such capacity, the "*Security Agent*").

RECITALS

A. The Secured Parties (as defined in the Facilities Agreement (defined below) have agreed to make certain advances of money and to extend certain financial accommodations (the "*Loans*") to certain affiliates of Grantor in the amounts and manner set forth in that certain Senior Facilities Agreement, dated as of July 10, 2013 (the "*Facilities Agreement*"), among BV ACQUISITIONS X S.à.r.l, a société à responsabilité limitée (private limited liability company) organised under the laws of the Grand Duchy of Luxembourg, as Parent and Guarantor, Blitz F13-eins-neun GmbH (to be renamed BV Acquisitions X GmbH) ("*Borrower*"), the other Borrowers and Guarantors (as defined in the Facilities Agreement) party thereto, and Silicon Valley Bank as Agent and Security Agent (in such capacities, the "*Agent*"), Original Lender (in such capacity, the "*Lender*"), Arranger and Original Hedge Counterparty. Unless otherwise defined herein, capitalized terms shall have the respective meanings given to such terms in the Collateral Agreement (as defined herein).

B. In consideration of the agreement by the Secured Parties to make the Loans under the Facilities Agreement, the Grantor has entered into that certain Collateral Agreement in favor of the Security Agent, dated as of August 1, 2013 (as the same may be amended, modified or supplemented from time to time, the "*Collateral Agreement*").

C. Pursuant to the terms of the Collateral Agreement, Grantor has granted to the Security Agent, for the Secured Parties, a security interest in all of such Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its Secured Obligations under the Facilities Agreement and Finance Documents, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure its Secured Obligations under the Facilities Agreement and the Collateral Agreement, Grantor grants and pledges to the Administrative Agent a security interest in all of such Grantor's right, title and interest in, to and under its Intellectual Property collateral (including without limitation those Copyrights, Patents, and Trademarks listed on Exhibits A, B, and C hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to the Security Agent under the Collateral Agreement. The rights and remedies of the Security Agent with respect to the security interest granted hereby are in addition to those set forth in the Collateral Agreement, and those which are now or hereafter available to the Security Agent as a matter of law or equity. Each right, power and remedy of the Security Agent provided for herein or in the Collateral Agreement, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall

be in addition to every right, power or remedy provided for herein and the exercise by the Security Agent of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement and the Collateral Agreement, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including the Security Agent, of any or all other rights, powers or remedies.

THIS AGREEMENT SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK.

[Remainder of Page Left Intentionally Blank]

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

GRANTOR:

NEXUS WORLD SERVICES, INC.

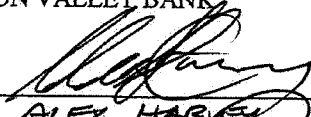
By: 
Name: Sheena Roberts
Title: Secretary

Address of Grantor:
7009 Dr. Phillips Blvd, Suite 250
Orlando, FL 32819
Fax No.: 407-363-9963
Email: sroberts@worldhotels.com
Attention: Sheena Roberts, Senior Manager of Finance and Administration

Address of Bank:

SECURITY AGENT:

SILICON VALLEY BANK

By: 
Name: ALEX HARVEY
Title: VICE PRESIDENT.

[Signature Page to Nexus IP Security Agreement]

TRADEMARK
REEL: 005088 FRAME: 0187

EXHIBIT A

Copyrights

None

EXHIBIT B

Patents

None

EXHIBIT C

Trademarks

<u>Description</u>	<u>Registration Number</u>	<u>Serial Number</u>	<u>Registration Date</u>
Nexus Rep	4166776	85348560	
Nexus Total Sales Management for Hotels	4149061	85348458	
RFPWORX	4101826	85348504	
Hotelworx	4101822	85348504	
Hotelinex	2624465	76295327	