

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	First Amendment to Trademark Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sage Telecom, Inc.		03/28/2013	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	PNC Bank		
Street Address:	500 First Avenue		
City:	Pittsburgh		
State/Country:	PENNSYLVANIA		
Postal Code:	15219		
Entity Type:	National Association: PENNSYLVANIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	85740471	SAGE WIRELESS	
Serial Number:	85820130	WEB ON THE GO	
CORRESPONDENCE DATA			
Fax Number:	2158325619		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	215-569-5619		
Email:	pecsenye@blankrome.com		
Correspondent Name:	Timothy D. Pecsénye		
Address Line 1:	One Logan Square		
Address Line 2:	8th Floor		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103-6998		
ATTORNEY DOCKET NUMBER:	074658-01370		
NAME OF SUBMITTER:	Timothy D. Pecsénye		
Signature:	/Timothy D. Pecsénye/		

OP \$65.00 85740471

TRADEMARK

Date:

09/13/2013

Total Attachments: 4

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FIRST AMENDMENT TO TRADEMARK SECURITY AGREEMENT

This First Amendment to Trademark Security Agreement (this "Amendment") is made this 28th day of March, 2013, by and between SAGE TELECOM, INC., a Texas corporation ("Grantor") and PNC BANK, NATIONAL ASSOCIATION, in its capacity as Agent for the Lenders (together with its successors and assigns in such capacity, "Agent").

W I T N E S S E T H:

WHEREAS, pursuant to that certain Trademark Security Agreement dated June 28, 2012 (as amended, restated, supplemented or otherwise modified from time to time, including all exhibits and schedules thereto, the "Agreement") by Grantor in favor of Agent, Grantor has, among other things, granted to Agent a security interest in and lien on the Trademark Collateral (as defined in the Agreement), a copy of which was recorded with the United States Patent and Trademark Office on July 10, 2012 at Reel 4818/Frame 0546;

WHEREAS, pursuant to the terms of the Credit Agreement (as defined in the Agreement), if Grantor shall have obtained rights to any new trademarks, Grantor shall execute an amendment to the Agreement with respect thereto; and

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agrees as follows:

1. DEFINED TERMS. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Agreement.
2. AMENDMENT. Schedule I to the Agreement is hereby amended by adding thereto the trademarks listed on Schedule I hereto, which trademarks shall hereafter be part of the Trademark Collateral and are subject to Agent's security interest and lien.
3. SUPPLEMENT, NO NOVATION. This Amendment is a supplement to the Agreement and not a novation thereof. Except as expressly set forth in this Amendment, the terms of the Agreement shall continue in full force and effect without modification thereto.

[Signature page follows.]

IN WITNESS WHEREOF, the parties have caused this Amendment to be executed and delivered by their respective duly authorized officers as of the date first set forth above.

GRANTOR:

SAGE TELECOM, INC.

By:  _____

Name: Nathan Johnson

Title: Co-Chief Executive Officer

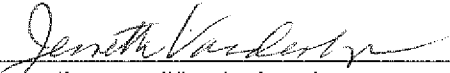
By:  _____

Name: Matthew Johnson

Title: Co-Chief Executive Officer

AGENT:

PNC BANK, NATIONAL ASSOCIATION

By: 
Name: Jeanette Vandenberg
Title: Vice President

Signature Page to First Amendment to Trademark Security Agreement

TRADEMARK
REEL: 005111 FRAME: 0265

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

Trademark Registrations/Applications

Registered Trademarks:

TRADEMARK	REGISTRATION NO.	REGISTRATION DATE
SAGE WIRELESS	85740471	9/27/12
WEB ON THE GO	85820130	1/10/13

Schedule I to First Amendment to Trademark Security Agreement