

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM299982

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Termination of Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America , N.A., as administrative agent		03/31/2014	CORPORATION: DISTRICT OF COLUMBIA
RECEIVING PARTY DATA			
Name:	Pacer International, Inc		
Street Address:	6805 Perimeter Drive		
City:	Dublin		
State/Country:	OHIO		
Postal Code:	43016		
Entity Type:	CORPORATION: TENNESSEE		
Name:	Ocean World Lines, Inc.		
Street Address:	1983 Marcus Ave., Suite 1000		
City:	Lake Success		
State/Country:	NEW YORK		
Postal Code:	11042		
Entity Type:	CORPORATION: DELAWARE		
Name:	RF International, Ltd.		
Street Address:	1983 Marcus Ave., Suite 1000		
City:	Lake Success		
State/Country:	NEW YORK		
Postal Code:	11042		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	3179323	PACER STACKTRAIN	
Registration Number:	2904241	PACER INTERNATIONAL	
Registration Number:	2904240	PACER	
Registration Number:	2969185	P	
Registration Number:	3039299	STACK FACTS	
Registration Number:	3140711	LOAD LAYOVER	
Registration Number:	3277838	PACERDIRECT	
TRADEMARK			

Property Type	Number	Word Mark
Registration Number:	3285361	P PACER
Registration Number:	3282280	COMMITMENT. START TO FINISH
Registration Number:	3347942	POWERED BY PACER STACKTRAIN
Registration Number:	3619182	MAKING YOUR WORLD RUN SMOOTHER
Registration Number:	3619184	P
Registration Number:	3619185	P PACER MAKING YOUR WORLD RUN SMOOTHER
Registration Number:	2115240	
Registration Number:	2219265	RF INTERNATIONAL
Registration Number:	2219266	RFI
Registration Number:	3803149	OWL360°
Serial Number:	85085674	RFI360°
Serial Number:	85149483	SMOOTHER MOVES CALCULATOR

CORRESPONDENCE DATA

Fax Number:

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

Email: marina.kelly@thomsonreuters.com

Correspondent Name: Terrence G. Boyle

Address Line 1: 75 East 55th Street

Address Line 2: c/o Paul Hastings LLP

Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER:	Terrence G. Boyle
SIGNATURE:	/Marina Kelly, Thomson Reuters /
DATE SIGNED:	04/01/2014

Total Attachments: 5

source=Pacer - Termination of Security Agreement#page1.tif

source=Pacer - Termination of Security Agreement#page2.tif

source=Pacer - Termination of Security Agreement#page3.tif

source=Pacer - Termination of Security Agreement#page4.tif

source=Pacer - Termination of Security Agreement#page5.tif

ITEM 2 (cont'd)
to Trademark Recordation Form Cover Sheet

Additional Parties

<u>Entity</u>	<u>Address</u>	<u>Type of Entity</u>	<u>Citizenship</u>
Ocean World Lines, Inc.	1983 Marcus Ave., Suite 1000, Lake Success, NY 11042	Corporation	USA-Delaware
RF International, Ltd.	1983 Marcus Ave., Suite 1000, Lake Success, NY 11042	Corporation	USA-New York

**TERMINATION OF SECURITY INTEREST
(Intellectual Property)**

This **TERMINATION OF SECURITY INTEREST**, dated as of March 31, 2014, is made by Bank of America, N.A., as administrative agent for certain lenders (the "Agent").

WHEREAS, pursuant to the terms of that certain Trademark Security Agreement dated August 28, 2009 (the "Security Agreement"), Pacer International, Inc. ("Pacer"), Ocean World Lines, Inc. ("Ocean World") and RF International, Ltd. ("RF", and together with Pacer and Ocean World, each a "Grantor" and collectively, the "Grantors"), have granted to the Agent a security interest in and lien on all of Grantors' right, title, and interest in, to and under the Trademark Collateral (as defined in the Security Agreement), including without limitation a security interest in certain trademarks described on Schedule A hereto (collectively, the "Intellectual Property Collateral");

WHEREAS, the security interest granted to the Agent was recorded at the United States Patent and Trademark Office on August 28, 2009 at Reel 4054 and Frame 0270; and

WHEREAS, the Agent has agreed to terminate and release its security interest in the Intellectual Property Collateral, as herein provided;

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Agent hereby terminates the Security Agreement and terminates, cancels and releases all liens and security interests it has against the Intellectual Property Collateral.

The Agent shall take all further actions, and provide to Grantors, their successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by Grantors to more fully and effectively effectuate the purposes of this Termination of Security Interest.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Agent has caused this Termination of Security Interest to be duly executed as of the date first set forth above.

BANK OF AMERICA, N.A., as Agent.

By: 
Name: William DiCicco
Title: Vice President

Signature Page to
Termination of Security Interest
(Intellectual Property)

TRADEMARK
REEL: 005249 FRAME: 0303

Schedule A

to Termination of Security Interest

TRADEMARK REGISTRATIONS

Registered Owner	Trademark	Country	Registration No.	Registration Date
Pacer International, Inc.	PACER STACKTRAIN	USA	3179323	05-Dec-2006
Pacer International, Inc.	Pacer International	USA	2904241	23-Nov-2004
Pacer International, Inc.	PACER	USA	2904240	23-Nov-2004
Pacer International, Inc.	P (word and design)	USA	2969185	19-Jul-2005
Pacer International, Inc.	STACK FACTS	USA	3039299	10-Jan-2006
Pacer International, Inc.	LOAD LAYOVER	USA	3140711	05-Sep-2006
Pacer International, Inc.	PacerDirect	USA	3277838	07-Aug-2007
Pacer International, Inc.	P Pacer (stylized and/or with design)	USA	3285361	28-Aug-2007
Pacer International, Inc.	COMMITMENT. START TO FINISH (Standard Characters)	USA	3282280	21-Aug-2007
Pacer International, Inc.	POWERED BY PACER STACK TRAIN	USA	3347942	04-Dec-2007
Pacer International, Inc.	MAKING YOUR WORLD RUN SMOOTHER	USA	3619182	12-May-2009
Pacer International, Inc.	P (stylized and/or with design)	USA	3619184	12-May-2009
Pacer International, Inc.	P PACER MAKING YOUR WORLD RUN SMOOTHER (stylized and/or with design)	USA	3619185	12-May-2009
Ocean World Lines, Inc.	OWL DESIGN	USA	2115240	25-Nov-1997
RF International, Ltd.	RF INTERNATIONAL	USA	2219265	19-Jan-1999
RF International Ltd.	RFI	USA	2219266	19-Jan-1999
Pacer International, Inc.	OWL360°	USA	3803149	15-Jun-2010

TRADEMARK APPLICATIONS

Country	Trademark Applications No.	Description of Trademark Applied for	Date of Trademark Applications
USA	85/085,674	RFI360°	15-Jul-2010
USA	85/149,483	SMOOTHER MOVES CALCULATOR	11-Oct-2010