

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM307577

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cellular Sales of Tennessee, LLC		06/10/2014	LIMITED LIABILITY COMPANY: TENNESSEE
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association, as Administrative Agent		
Street Address:	1525 West W.T. Harris Blvd.		
Internal Address:	MAC D1109-019		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28262		
Entity Type:	a national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4193504	TECHPROTECT	
Serial Number:	85547009	AIR GEAR	
CORRESPONDENCE DATA			
Fax Number:	7043738822		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(704) 373-4640		
Email:	bsmith@mcguirewoods.com		
Correspondent Name:	Betty G. Smith, Senior Paralegal		
Address Line 1:	McGuireWoods LLP, 201 N. Tryon Street		
Address Line 2:	Suite 3000		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	2029724-0690		
NAME OF SUBMITTER:	Betty G. Smith		
SIGNATURE:	/Betty G. Smith/		
DATE SIGNED:	06/13/2014		
Total Attachments: 4			
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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

Dated as of June 10, 2014

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of June 10, 2014 (as amended, restated, supplemented or otherwise modified from time to time, the “Agreement”) among the Grantor (as identified on the signature pages hereto), the other grantors party thereto and the Administrative Agent (as identified on the signature pages hereto) for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications identified on Schedule A to the Administrative Agent for the ratable benefit of the Secured Parties.

The Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in such trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Very truly yours,

GRANTOR:

**CELLULAR SALES OF TENNESSEE,
LLC**

Cellular Sales of Tennessee, LLC
6513 Kingston Pike, Suite 106
Knoxville, Tennessee 37919

By: *Pamela Kimball*
Name: Pamela Kimball
Title: President

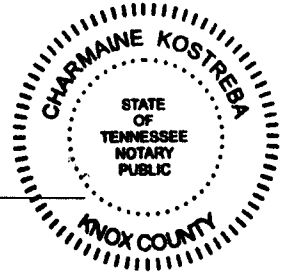
JURISDICTION OF FORMATION OF
GRANTOR: Tennessee

STATE OF TENNESSEE §
§
COUNTY OF KNOX §

I, *CHARMAINE KOSTREBA*, a Notary Public for said County and State, do hereby certify that PAMELA KIMBALL personally appeared before me this day and stated that she is President of Cellular Sales of Tennessee, LLC, a Tennessee limited liability company, and acknowledged on behalf of Cellular Sales of Tennessee, LLC the due execution of the foregoing instrument.

Witness my hand and official seal, this *9th* day of June, 2014.

Charmaine Kostreba
Notary Public



My Commission Expires:

10-4-2014

Acknowledged and accepted:

ADMINISTRATIVE AGENT:

**WELLS FARGO BANK,
NATIONAL ASSOCIATION**

Wells Fargo Bank, National Association
MAC D1109-019
1525 West W.T. Harris Blvd.
Charlotte, NC 28262

By: Bryan Hulker
Name: Bryan Hulker
Title: SVP

**SCHEDULE A
TO
NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

**TRADEMARKS AND
TRADEMARK APPLICATIONS**

Trademark	Owner	Country / U.S. State	Serial Number	Registration Number	Registration/Filing Date
Techprotect®	Cellular Sales of Tennessee, LLC	United States	85/458,092	4193504	8/21/2012
AIR GEAR®	Cellular Sales of Tennessee, LLC	United States	85/547,009	--	2/20/2012