

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM321445

|                                                                                                                                                                                                 |                                                                                                        |                                    |                    |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------|------------------------------------|--------------------|
| <b>SUBMISSION TYPE:</b>                                                                                                                                                                         | NEW ASSIGNMENT                                                                                         |                                    |                    |
| <b>NATURE OF CONVEYANCE:</b>                                                                                                                                                                    | Assignment of Intellectual Property Security Agreement previously recorded on Reel: 005057 Frame: 0695 |                                    |                    |
| <b>CONVEYING PARTY DATA</b>                                                                                                                                                                     |                                                                                                        |                                    |                    |
| <b>Name</b>                                                                                                                                                                                     | <b>Formerly</b>                                                                                        | <b>Execution Date</b>              | <b>Entity Type</b> |
| Royal Bank of Canada, as Existing Administrative Agent                                                                                                                                          |                                                                                                        | 10/28/2014                         | Bank: CANADA       |
| <b>RECEIVING PARTY DATA</b>                                                                                                                                                                     |                                                                                                        |                                    |                    |
| <b>Name:</b>                                                                                                                                                                                    | Credit Suisse AG, Cayman Islands Branch, as Successor Administrative Agent                             |                                    |                    |
| <b>Street Address:</b>                                                                                                                                                                          | Eleven Madison Avenue                                                                                  |                                    |                    |
| <b>City:</b>                                                                                                                                                                                    | New York                                                                                               |                                    |                    |
| <b>State/Country:</b>                                                                                                                                                                           | NEW YORK                                                                                               |                                    |                    |
| <b>Postal Code:</b>                                                                                                                                                                             | 10010                                                                                                  |                                    |                    |
| <b>Entity Type:</b>                                                                                                                                                                             | Bank: SWITZERLAND                                                                                      |                                    |                    |
| <b>PROPERTY NUMBERS Total: 4</b>                                                                                                                                                                |                                                                                                        |                                    |                    |
| <b>Property Type</b>                                                                                                                                                                            | <b>Number</b>                                                                                          | <b>Word Mark</b>                   |                    |
| <b>Serial Number:</b>                                                                                                                                                                           | 75314836                                                                                               | H                                  |                    |
| <b>Serial Number:</b>                                                                                                                                                                           | 75314837                                                                                               | HARGRAY                            |                    |
| <b>Serial Number:</b>                                                                                                                                                                           | 77323611                                                                                               | ONE COMPANY- CONNECTING YOUR WORLD |                    |
| <b>Serial Number:</b>                                                                                                                                                                           | 77448891                                                                                               | MYHARGRAY CONNECTIONS              |                    |
| <b>CORRESPONDENCE DATA</b>                                                                                                                                                                      |                                                                                                        |                                    |                    |
| <b>Fax Number:</b>                                                                                                                                                                              | 2123037064                                                                                             |                                    |                    |
| <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> |                                                                                                        |                                    |                    |
| <b>Phone:</b>                                                                                                                                                                                   | 212.318.6824                                                                                           |                                    |                    |
| <b>Email:</b>                                                                                                                                                                                   | christinedionne@paulhastings.com                                                                       |                                    |                    |
| <b>Correspondent Name:</b>                                                                                                                                                                      | Christine Dionne c/o Paul Hastings LLP                                                                 |                                    |                    |
| <b>Address Line 1:</b>                                                                                                                                                                          | 75 East 55th Street                                                                                    |                                    |                    |
| <b>Address Line 4:</b>                                                                                                                                                                          | New York, NEW YORK 10022                                                                               |                                    |                    |
| <b>ATTORNEY DOCKET NUMBER:</b>                                                                                                                                                                  | 79751.00005                                                                                            |                                    |                    |
| <b>NAME OF SUBMITTER:</b>                                                                                                                                                                       | Christine Dionne                                                                                       |                                    |                    |
| <b>SIGNATURE:</b>                                                                                                                                                                               | /Christine Dionne/                                                                                     |                                    |                    |
| <b>DATE SIGNED:</b>                                                                                                                                                                             | 10/28/2014                                                                                             |                                    |                    |
| <b>Total Attachments: 6</b>                                                                                                                                                                     |                                                                                                        |                                    |                    |

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source=Hargray Assignment of Intellectual Property Agreement#page6.tif

**ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT**

This ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT (this "**Assignment**") is executed as of October 28, 2014 by ROYAL BANK OF CANADA ("**Royal Bank**"), in its capacity as as existing Administrative Agent and Collateral Agent immediately prior to the Amendment No. 1 Effective Date (as defined in the below-defined Amendment) (in such capacity, "**Existing Administrative Agent**") in favor of Successor Administrative Agent (as defined below). Capitalized terms used herein but not defined herein shall have the respective meanings assigned to such terms in the below-defined Credit Agreement.

WITNESSETH:

WHEREAS, HARGRAY HOLDINGS LLC ("**Holdings**"), a Delaware limited liability company, HARGRAY COMMUNICATIONS GROUP, INC., a South Carolina corporation ("**Hargray**"), HCP Acquisition LLC, a Delaware limited liability company ("**HCP**" and together with Hargray, the "**Borrowers**"), entered into that certain Credit Agreement dated as of June 26, 2013 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "**Credit Agreement**"), with ROYAL BANK OF CANADA, as Administrative Agent and as Administrative Agent, and the Lenders party thereto.

WHEREAS, Holdings and Hargray entered into that certain Intellectual Property Security Agreement dated as of June 26, 2013 (the "**Intellectual Property Security Agreement**") concerning, *inter alia*, the trademarks listed on Schedule 1 attached hereto;

WHEREAS, concurrently herewith, Existing Administrative Agent and Successor Administrative Agent are entering into that certain Amendment No. 1 to Credit Agreement (the "**Amendment**"), pursuant to which Existing Administrative Agent has resigned as Administrative Agent and the Lenders are appointing CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as successor Administrative Agent ("**Successor Administrative Agent**"); and

WHEREAS, in connection with the removal of Existing Administrative Agent, Successor Administrative Agent has requested that Existing Administrative Agent enter into this Assignment to assign all of its rights, title and interest in, to and under the Intellectual Property Security Agreement to Successor Administrative Agent.

NOW, THEREFORE, the parties hereto hereby agree as follows:

1. Assignment. Existing Administrative Agent, for good and adequate consideration, the receipt and sufficiency of which are hereby acknowledged, hereby assigns, without recourse, representation or warranty of any kind, as of the Amendment No. 1 Effective Date (as defined in the Amendment) to Successor Administrative Agent all of the rights, title and interest of Existing Administrative Agent in, to and under the Intellectual Property Security Agreement.

2. Further Assurances. Existing Administrative Agent agrees to cooperate with Successor Administrative Agent, at the sole cost and expense of Holdings and Hargray, and take all actions reasonably requested by Successor Administrative Agent in order to fully carry out the terms of this Assignment or to permit Successor Administrative Agent to obtain the full benefits of this Assignment.

3. Costs and Expenses. Pursuant to the terms of Sections 5(a), 5(c) and 6 of the Amendment, Holdings and Hargray shall pay all costs and expenses of Existing Administrative Agent and

Successor Administrative Agent, including the fees and expenses of counsel to the Existing Administrative Agent and Successor Administrative Agent, in connection with the performance of this Assignment.

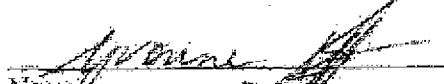
4. Governing Law. This Assignment shall be governed by, and construed and enforced in accordance with, the laws of the State of New York.

[Signature pages follow.]

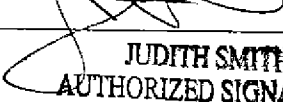
IN WITNESS WHEREOF, the undersigned have caused this Assignment to be duly executed by its duly authorized officer or representative as of the day and year first above written.


ROYAL BANK OF CANADA,  
as Existing Administrative Agent

By:

  
Name: Yvonne E. [unclear]  
Title: Manager, Agency

CREDIT SUISSE AG, CAYMAN ISLANDS  
BRANCH, as Successor Administrative Agent

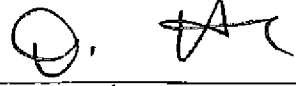
By:   
Name: JUDITH SMITH  
Title: AUTHORIZED SIGNATORY

By:   
Name:  
Title: BILL O'DALY  
AUTHORIZED SIGNATORY

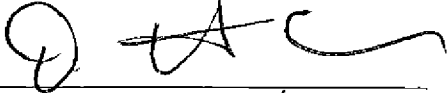
[Signature Page to Assignment of Intellectual Property Security Agreement]

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REEL: 005389 FRAME: 0581

HARGRAY HOLDINGS LLC

By:   
Name: DAVID H. ARMISTEAD  
Title: GENERAL COUNSEL & SECRETARY

HARGRAY COMMUNICATIONS  
GROUP, INC.

By:   
Name: DAVID H. ARMISTEAD  
Title: GENERAL COUNSEL & SECRETARY

**SCHEDULE 1**  
**TO**  
**ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT**

**Trademarks**

| <b>Entity</b>                      | <b>Reg. No.</b> | <b>Reg. Date</b>   | <b>Ser. No.</b> | <b>Filing Date</b>  | <b>Status</b> | <b>Jurisdiction</b> |
|------------------------------------|-----------------|--------------------|-----------------|---------------------|---------------|---------------------|
| Hargray Holdings<br>LLC            | 2,231,522       | March 16,<br>1999  | 75-314,836      | June 26, 1997       | Registered    | United States       |
| Hargray<br>Communications<br>Group | 2,149,553       | April 7, 1998      | 75-314,837      | June 26, 1997       | Registered    | United States       |
| Hargray<br>Communications<br>Group | 3,479,653       | August 5, 2008     | 77-323,611      | November 7,<br>2007 | Registered    | United States       |
| Hargray<br>Communications<br>Group | 3,667,489       | August 11,<br>2009 | 77-448,891      | April 15, 2008      | Registered    | United States       |