

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM327590

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
NE Colorado Cellular, Inc.		12/30/2014	CORPORATION: COLORADO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A., as Administrative Agent		
<b>Street Address:</b>	901 Main Street		
<b>City:</b>	Dallas		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75202		
<b>Entity Type:</b>	national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 12</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4393582	V2 GO!	
<b>Registration Number:</b>	4393580	VIAERO2 GO!	
<b>Registration Number:</b>	4393579	VIAERO2 GO	
<b>Registration Number:</b>	4056717	MY VIAERO	
<b>Registration Number:</b>	3564744	VIAERO PREPAID WIRELESS 2 GO!	
<b>Registration Number:</b>	3519802	MY GROUP	
<b>Registration Number:</b>	3391812	VIAERO WIRELESS	
<b>Registration Number:</b>	3373566	WE ARE WHERE YOU ARE	
<b>Registration Number:</b>	3241501	VIAERO WIRELESS	
<b>Registration Number:</b>	3236297		
<b>Registration Number:</b>	3227070	VIAERO	
<b>Serial Number:</b>	86302289	VIAERO NOW!	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9192868199		
<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>	919 286-8000		
<b>Email:</b>	PTO_TMconfirmation@mvalaw.com		
<b>Correspondent Name:</b>	MOORE & VAN ALLEN PLLC		
<b>Address Line 1:</b>	3015 CARRINGTON MILL BOULEVARD		
<b>TRADEMARK</b>			

OP \$315.00 4393582

**Address Line 2:** SUITE 400  
**Address Line 4:** MORRISVILLE, NORTH CAROLINA 27560

**ATTORNEY DOCKET NUMBER:** 327000-11960

**NAME OF SUBMITTER:** John E. Slaughter

**SIGNATURE:** /John E. Slaughter/

**DATE SIGNED:** 12/30/2014

**Total Attachments: 4**

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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

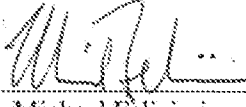
Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of December 30, 2014 (as the same may be amended, modified, restated or supplemented from time to time, the "Security and Pledge Agreement") by and among the Grantors from time to time party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks, trademark licenses and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks, trademark licenses and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark, trademark license or trademark application.

[signature pages follow]

NE COLORADO CELLULAR, INC.,  
a Colorado corporation

By: .....

Name: Michael Felicissimo

Title: Executive Vice President

Acknowledged and Accepted:

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

By: *L. Lov*

Name: Linda Lov

Title:AVP

NE COLORADO CELLULAR, INC.  
NOTICE OF GRANT OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

**TRADEMARK**  
**REEL: 005432 FRAME: 0273**

Schedule 1

NE COLORADO CELLULAR, INC.  
(COLORADO Corporation)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
V2 GO!	4393582	08/27/13
VIAERO2 GO!	4393580	08/27/13
VIAERO2 GO	4393579	08/27/13
MY VIAERO and Design	4056717	11/15/11
VIAERO PREPAID WIRELESS 2 GO! and Design	3564744	01/20/09
MY GROUP	3519802	10/21/08
VIAERO WIRELESS	3391812	03/13/14
WE ARE WHERE YOU ARE	3373566	08/23/13
VIAERO WIRELESS and Design	3241501	04/18/13
Design only	3236297	04/18/13
VIAERO	3227070	05/05/12

Pending Application

Mark	Appl. No.	Filing Date
VIAERO NOW! and Design	86302289	06/06/14

U.S. State Trademarks

Registered Marks

State	Mark	Reg. No.	Reg. Date
WY	VIAERO	WY 2005-000496505	07/18/05
WY	VIAERO WIRELESS	WY 2005-000496504	07/18/05