

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM352943

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cellular South, Inc.		08/27/2015	CORPORATION: MISSISSIPPI
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	555 California Street		
Internal Address:	Mail Code: CA5-705-04-09		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94104		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 21			
Property Type	Number	Word Mark	
Registration Number:	4785958	C SPIRE FIBER	
Registration Number:	4679223	C SPIRE	
Registration Number:	4660485	C SPIRE WIRELESS	
Registration Number:	4460790	C SPIRE WIRELESS	
Registration Number:	4261283	CHOICED+	
Registration Number:	4197228	CHOICED INFINITE DATA AND MESSAGING	
Registration Number:	4197227	CHOICE INFINITE MESSAGING	
Registration Number:	4166043	PERCS	
Registration Number:	3906361	CELLULAR SOUTH DISCOVER CENTER	
Registration Number:	3902702	DISCOVER THE DIFFERENCE	
Registration Number:	3633779	CELLULAR SOUTH	
Registration Number:	3569500	TRUE UNLIMITED NATIONWIDE	
Registration Number:	2319715	TELEPAK	
Registration Number:	2313241	CELLULAR SOUTH	
Serial Number:	86471586	C SPIRE HOME	
Serial Number:	86153144	C SPIRE BUSINESS SOLUTIONS	
Serial Number:	86042046	C SPIRE	
Serial Number:	85732392	VU	

OP \$540.00 4785958

Property Type	Number	Word Mark
Serial Number:	85429918	C SPIRE WIRELESS BRIGHT LIGHTS FOOTBALL
Serial Number:	85429765	C C SPIRE PERSONALIZED WIRELESS
Serial Number:	85427664	C SPIRE PERSONALIZED WIRELESS

CORRESPONDENCE DATA

Fax Number: 9192868199

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.

Phone: 919 286-8000

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: MOORE & VAN ALLEN PLLC

Address Line 1: 3015 CARRINGTON MILL BOULEVARD

Address Line 2: SUITE 400

Address Line 4: MORRISVILLE, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625-4959
NAME OF SUBMITTER:	John E. Slaughter
SIGNATURE:	/John E. Slaughter/
DATE SIGNED:	08/27/2015

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 Amended and Restated Security Agreement dated as of August 27, 2015 (the "Security Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The Grantors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks 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 or trademark application.

[Signature Pages Follow]

Very truly yours,

CELLULAR SOUTH, INC.,
a Mississippi corporation

By: B. C. P.
Name: Benjamin C. Pace
Title: CFO

Address:

1018 Highland Colony Parkway
Suite 330
Ridgeland, MS 39157

Acknowledged and Accepted:

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

By: _____

Name: Kevin L. Ahart

Title: Vice President

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS
CELLULAR SOUTH, INC.

TRADEMARK
REEL: 005610 FRAME: 0432

Schedule 1

**Cellular South, Inc.
(Mississippi Corporation)**

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
C SPIRE FIBER	4785958	08/04/15
C SPIRE and Design	4679223	01/27/15
C SPIRE WIRELESS and Design	4660485	12/23/14
C SPIRE WIRELESS	4460790	01/07/14
CHOICED+	4261283	12/18/12
CHOICED INFINITE DATA AND MESSAGING	4197228	08/28/12
CHOICE INFINITE MESSAGING	4197227	08/28/12
PERCS	4166043	06/26/12
CELLULAR SOUTH DISCOVER CENTER	3906361	01/18/11
DISCOVER THE DIFFERENCE	3902702	01/11/11
CELLULAR SOUTH	3633779	06/09/09
TRUE UNLIMITED NATIONWIDE	3569500	02/03/09
TELEPAK	2319715	02/15/00
CELLULAR SOUTH	2313241	02/01/00

Pending Applications

Mark	Appl. No.	Filing Date
C SPIRE HOME	86471586	12/04/14
C SPIRE BUSINESS SOLUTIONS	86153144	12/27/13
C SPIRE	86042046	08/19/13
VU	85732392	09/19/12
C SPIRE WIRELESS BRIGHT LIGHTS FOOTBALL	85429918	09/22/11
C C SPIRE PERSONALIZED WIRELESS and Design	85429765	09/22/11
C SPIRE PERSONALIZED WIRELESS	85427664	09/20/11