

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM379363

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Communications Test Design, Inc.		04/04/2016	Corporation: PENNSYLVANIA
Phoenix Wireless, Inc.		04/04/2016	Corporation: PENNSYLVANIA
Cable Technologies International, Inc.		04/04/2016	Corporation: NEW JERSEY
Regeneris (Glenrothes) Limited		04/04/2016	Company: UNITED KINGDOM

RECEIVING PARTY DATA

Name:	Citizens Bank of Pennsylvania
Street Address:	3025 Chemical Road
City:	Plymouth Meeting
State/Country:	PENNSYLVANIA
Postal Code:	19462
Entity Type:	PA Financial Institution: PENNSYLVANIA

PROPERTY NUMBERS Total: 42

Property Type	Number	Word Mark
Registration Number:	1538382	PIC-SCAN
Registration Number:	1653864	CORMIS
Registration Number:	2057068	PHOENICIAN
Registration Number:	2088828	PHOENIX
Registration Number:	2212235	CTDI
Registration Number:	2470995	ON-LINE SUPPLY
Registration Number:	2578682	HELIX
Registration Number:	2670595	RUGGED EQUIPMENT
Registration Number:	2743171	ALLOPTIC
Registration Number:	2765958	RUGGED
Registration Number:	3097273	GRIDMAX
Registration Number:	3645834	SYDNEY HARBOUR
Registration Number:	3653326	QUADLOCK
Registration Number:	3748171	QUADLOCK

OP \$1065.00 1538382

Property Type	Number	Word Mark
Registration Number:	3839684	QUADLOCK
Registration Number:	3941255	ECOLIFE
Registration Number:	3944990	ECOLIFE
Registration Number:	3964856	RUGGED
Registration Number:	3964857	RUGGED EQUIPMENT
Registration Number:	4096655	AZURA
Serial Number:	73431590	THE AUTO CALL SYSTEM
Serial Number:	75615225	PLR
Serial Number:	75615226	PVNS
Serial Number:	75615227	PXF
Serial Number:	76379709	SYDNEY HARBOUR
Serial Number:	77475194	HELIX
Serial Number:	77475419	PHOENIX BRAND
Serial Number:	77475516	PHOENIX
Serial Number:	77476477	RUGGED
Serial Number:	77476788	RUGGED EQUIPMENT
Serial Number:	77477717	PHOENIX WIRELESS
Serial Number:	77645817	ECOMOBILE
Serial Number:	77750670	BIG EZ
Serial Number:	77750674	BIG EZ JR
Serial Number:	78199206	SYNERGY WIRELESS
Serial Number:	78639583	QUADLOCK
Serial Number:	78639617	QUADLOCK
Serial Number:	78663417	HYBRID
Serial Number:	85119726	PHOENIX WIRELESS
Serial Number:	85477664	PHOENIX ACCESSORIES
Serial Number:	85930739	AZURA
Serial Number:	85930747	

CORRESPONDENCE DATA

Fax Number: 2159882757

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.

Email: karen.spina@dbr.com

Correspondent Name: Robert E. Cannuscio

Address Line 1: One Logan Square, Ste. 2000

Address Line 2: Drinker Biddle & Reath LLP

Address Line 4: Philadelphia, PENNSYLVANIA 19103-6996

ATTORNEY DOCKET NUMBER: 044589-459652

NAME OF SUBMITTER:	Robert E. Cannuscio
SIGNATURE:	/Robert E. Cannuscio/
DATE SIGNED:	04/05/2016
Total Attachments: 6 source=Patent and Trademark Security Interest Agreement#page1.tif source=Patent and Trademark Security Interest Agreement#page2.tif source=Patent and Trademark Security Interest Agreement#page3.tif source=Patent and Trademark Security Interest Agreement#page4.tif source=Patent and Trademark Security Interest Agreement#page5.tif source=Patent and Trademark Security Interest Agreement#page6.tif	

PATENT AND TRADEMARK SECURITY INTEREST AGREEMENT

This Patent and Trademark Security Interest Agreement (this "Agreement") is made as of April 4, 2016, by and among Citizens Bank of Pennsylvania, as agent for itself and the other Secured Parties (as that term is defined in the Credit Agreement defined below) (together with its successors and assigns in such capacity, "Agent"), and Communications Test Design, Inc., a Pennsylvania corporation (together with its successors and assigns, "U.S. Borrower"), Phoenix Wireless, Inc., a Pennsylvania corporation (together with its successors and assigns, "Phoenix"), Cable Technologies International, Inc., a New Jersey corporation (together with its successors and assigns, "CTI"), and Regeneris (Glenrothes) Limited, a company incorporated in England and Wales (together with its successors and assigns, "Regeneris Glenrothes," and together with Phoenix, CTI and the U.S. Borrower, "Grantors").

WHEREAS, Grantors own all right, title and interest in and to certain U.S. patents and patent applications (the "Patents") and US trademark registrations and applications (the "Trademarks"), including those Patents and Trademarks listed on the annexed Schedule A;

WHEREAS, Agent, U.S. Borrower, CTDI Holdings Limited, a company incorporated in England and Wales (together with U.S. Borrower, "Borrowers"), and the Lenders (as that term is defined in the Credit Agreement defined below) entered into that certain Second Amended and Restated Credit Agreement dated as of the date hereof (as the same may be amended, restated, modified, supplemented and/or replaced from time to time, the "Credit Agreement"), pursuant to which the Lenders agreed to extend credit to Borrowers on the terms and conditions described therein;

WHEREAS, Grantors are obligated to Agent pursuant to an Amended and Restated U.S. Security Agreement dated as of the date hereof (as the same has been amended, restated, modified, supplemented and/or replaced from time to time, the "Security Agreement") in favor of Agent; and

WHEREAS, pursuant to the Security Agreement, Grantors granted to Agent a security interest in all right, title and interest of Grantors in and to, among other things, the Patents and Trademarks, including the applications and registrations therefor, together with the goodwill of the business connected with the use of and symbolized by the Patents and Trademarks and all proceeds thereof, including, without limitation, any and all past, present and future causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations, as defined in the Credit Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, each Grantor does hereby grant to Agent a security interest in the Collateral to secure the prompt payment, performance and observance of its obligations.

Each Grantor does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the security interest in the Collateral made and granted hereby are fully set forth in the Credit Agreement and the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

[Signature Page Follows]

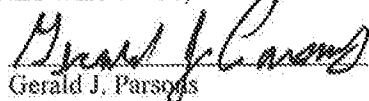
IN WITNESS WHEREOF, this Patent and Trademark Security Interest Agreement is duly executed on behalf of Grantors on the date and year first above written.

GRANTORS:


COMMUNICATIONS TEST DESIGN, INC.

By: 
Name: Gerald J. Parsons
Title: Chairman & CEO

PHOENIX WIRELESS, INC.

By: 
Name: Gerald J. Parsons
Title: President

CABLE TECHNOLOGIES INTERNATIONAL,
INC.

By: 
Name: Paul E. Morse, Jr.
Title: President and Chief Executive Officer

Signature Page to Patent and Trademark Agreement

REGENERESIS (GLENROTHES) LIMITED

Executed as a deed by)

on being signed by:)

.....)
in the presence of:)

Gerald J. Parsons
Director
Gerald J. Parsons

Signature of witness:

Name:

Address:

Occupation:

J. S. Neenan
.....
JOSEPH S. NEENAN
.....
113 E. EVANS ST,
.....
WEST CHESTER, PA 19380
.....
ATTORNEY
.....

Signature Page to Patent and Trademark Agreement

SCHEDULE A

Patents and Trademarks

I. U.S. PATENTS AND PATENT APPLICATIONS

Owner of Record: Communications Test Design, Inc.

Title	Patent No.	Grant
Method And Apparatus For Simultaneously Testing Multiple Set-Top Boxes	8418219	April 9, 2013




Owner of Record: REGENERIS (Glenrothes) Ltd.

Title	Patent No.	Grant Date
Testing Apparatus and Method	8978081	March 10, 2015

Title	Application No.	Filing Date
Portable Test Apparatus and Method	14/676,980	April 2, 2015
Testing Apparatus and Method	14/585,249	December 30, 2014

II. U.S. TRADEMARK REGISTRATIONS AND APPLICATIONS

Mark	Application/ Reg. No.	Date of Application/ Registration	Record Owner	STATUS
CTDI	2212235	December 22, 1998	Communications Test Design, Inc.	registered
GRIDMAX	3097273	May 30, 2006	Communications Test Design, Inc.	cancelled January 4, 2013
ON-LINE SUPPLY	2470995	July 24, 2001	Communications Test Design, Inc.	registered

	85930747	May 13, 2013	Communications Test Design, Inc.	abandoned July 7, 2014
AZURA	85930739	May 13, 2013	Communications Test Design, Inc.	abandoned July 7, 2014
AZURA	4096655	February 7, 2012	Communications Test Design, Inc.	registered
PHOENIX ACCESSORIES	85477664	November 21, 2011	Communications Test Design, Inc.	abandoned July 14, 2013
RUGGED EQUIPMENT	3964857	May 24, 2011	Communications Test Design, Inc.	registered
RUGGED	3964856	May 24, 2011	Communications Test Design, Inc.	registered
	3944990	April 12, 2011	Communications Test Design, Inc.	registered
ECOLIFE	3941255	April 5, 2011	Communications Test Design, Inc.	registered
QUADLOCK	3653326	July 14, 2009	Communications Test Design, Inc.	registered
SYDNEY HARBOUR	3645834	June 30, 2009	Communications Test Design, Inc.	registered
	3839684	August 31, 2010	Communications Test Design, Inc.	registered
QUADLOCK	3748171	February 16, 2010	Communications Test Design, Inc.	registered
ALLOPTIC	2743171	July 29, 2003	Communications Test Design, Inc.	registered
CORMIS	1653864	August 13, 1991	Communications Test Design, Inc.	cancelled February 17, 1998
PIC-SCAN	1538382	May 9, 1989	Communications Test Design, Inc.	cancelled December 12, 2009
	73431590	June 23, 1983	Communications Test Design, Inc.	abandoned August 13, 1984
PHOENIX WIRELESS	85119726	August 31, 2010	Phoenix Wireless, Inc.	abandoned June 21, 2011
HYBRID	78663417	July 5, 2005	Phoenix Wireless, Inc.	abandoned July 26, 2006
	78639617	May 30, 2005	Phoenix Wireless, Inc.	abandoned 2006
QUADLOCK	78639583	May 30, 2005	Phoenix Wireless, Inc.	abandoned November 24, 2006
RUGGED	2765958	September 16, 2003	Phoenix Wireless, Inc.	cancelled April 24, 2010
ECOMOBILE	77645817	January 8, 2009	Phoenix Wireless, Inc.	abandoned November 8, 2011
PHOENIX WIRELESS	77477717	May 19, 2008	Phoenix Wireless, Inc.	abandoned April 15, 2010
RUGGED EQUIPMENT	77476788	May 16, 2008	Phoenix Wireless, Inc.	abandoned September 25, 2009
RUGGED	77476477	May 16, 2008	Phoenix Wireless, Inc.	abandoned September 25, 2009
PHOENIX	77475516	May 15, 2008	Phoenix Wireless, Inc.	abandoned April 15, 2010
PHOENIX BRAND	77475419	May 15, 2008	Phoenix Wireless, Inc.	abandoned April 15, 2010
HELIX	77475194	May 15, 2008	Phoenix Wireless, Inc.	abandoned

				March 1, 2009
SYNERGY WIRELESS	78199206	December 31, 2002	Phoenix Wireless, Inc.	abandoned August 23, 2004
SYDNEY HARBOUR	76379709	March 8, 2002	Phoenix Wireless, Inc.	abandoned January 31, 2003
HELIX	2578682	June 11, 2002	Phoenix Wireless, Inc.	cancelled August 20, 2008
RUGGED EQUIPMENT	2670595	December 31, 2002	Phoenix Wireless, Inc.	abandoned August 8, 2009
PXF	75615227	January 4, 1999	Phoenix Wireless, Inc.	abandoned December 28, 1999
PVNS	75615226	January 4, 1999	Phoenix Wireless, Inc.	abandoned December 28, 1999
PLR	75615225	January 4, 1999	Phoenix Wireless, Inc.	abandoned December 28, 1999
PHOENIX	2088828	August 19, 1997	Phoenix Wireless, Inc.	cancelled May 22, 2004
PHOENICIAN	2057068	April 19, 1997	Phoenix Wireless, Inc.	cancelled January 21, 2004
BIG EZ JR	77750674	June 3, 2009	Cable Technologies International, Inc.	abandoned March 4, 2010
BIG EZ	77750670	June 3, 2009	Cable Technologies International, Inc.	abandoned March 4, 2010