

01-10-2005



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To the Director of the U. S. Patent

3 documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

TRX, Inc.

- Individual(s)
- General Partnership
- Corporation-State (Georgia)
- Other
- Association
- Limited Partnership

Citizenship (see guidelines) Georgia

Execution Date(s) December 30, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Bank of America, N.A.

Internal

Address: GA1-006-13-15

Street Address: 600 Peachtree Street, NE

City: Atlanta

State: GA

Country: USA Zip: 30308

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship

Other National Banking Association Citizenship USA

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

See attached Exhibit A

B. Trademark Registration No.(s)

See attached Exhibit A

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Christian Brose (Saltrick)

Internal Address: Helms Mulliss & Wicker, PLLC

Street Address: 201 North Tryon Street

City: Charlotte,

State: NC Zip: 28202

Phone Number: 704-343-2315

Fax Number: 704-444-8847

Email Address: christian.brose@hmw.com

6. Total number of applications and registrations involved:

9

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 240.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Christian Brose, Esq.

Name of Person Signing

Date

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

01/11/2005 ECI/EPW 00000003 2051844
40.00 DP
200.00 DP
120.00 DP
01 FC:8521
02 FC:8522
03 FC:8523

EXHIBIT A TO RECORDATION FORM COVER SHEET**Trademarks**

<u>Trademark Registration Number</u>	<u>Description of Trademark</u>	<u>Date of Registration</u>
2,051,844	NAVIGATOR	April 15, 1997
2,825,443	TRX	March 23, 2004
2,707,451	TRX (Stylized)	April 15, 2003
2,660,090	X (Stylized)	December 10, 2002

Trademark Applications

<u>Trademark Application Serial Number</u>	<u>Description of Trademark</u>	<u>Date of Filing</u>
002870616	FINDING NEW WAYS	October 1, 2002
76/433,178	FINDING NEW WAYS	July 23, 2002
78/204042	. PROXI	January 16, 2003
76/429952	RESX	July 12, 2002
76/395536	TRX PROXI	April 15, 2002

NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

U.S. Department of Commerce
U.S. Patent and Trademark Office

Please be advised that the undersigned has granted a continuing security interest in, and a continuing lien upon, all of the trademarks and trademark applications described below to BANK OF AMERICA, N.A. (the "Lender"), pursuant to a Security Agreement, dated as of December 30, 2004 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), made by TRX, Inc., a Georgia corporation, and certain of its subsidiaries in favor of the Lender.

Trademarks

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76/395536	TRX PROXI	April 15, 2002

The Secured Party's security interest in the described trademarks and trademark applications can be terminated only in accordance with the terms of the Security Agreement.

Very truly yours,

TRX, INC.

By: Norwood H. Davis III

Name: Norwood H. Davis, III

Title: President

NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

Signature Page