

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bills.com, LLC		02/12/2008	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Allied Capital Corporation, as Administrative Agent		
Street Address:	1919 Pennsylvania Ave., NW		
City:	Washington		
State/Country:	DISTRICT OF COLUMBIA		
Postal Code:	20006		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2568868	BILLS.COM	
Registration Number:	2555338	B BILLS.COM	
CORRESPONDENCE DATA			
Fax Number:	(704)339-3449		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	hcarpenter@rbh.com		
Correspondent Name:	Heather Carpenter		
Address Line 1:	c/o Robinson, Bradshaw & Hinson, P.A.		
Address Line 2:	101 N. Tryon Street, Suite 1900		
Address Line 4:	Charlotte, NORTH CAROLINA 28246		
ATTORNEY DOCKET NUMBER:	12714.01078		
NAME OF SUBMITTER:	Heather Carpenter		
Signature:	/Heather Carpenter/		

OP \$65.00 2568868

Date:

02/14/2008

Total Attachments: 2

source=bills com trademark grant#page1.tif

source=bills com trademark grant#page2.tif

**GRANT OF SECURITY INTEREST
IN PATENTS AND TRADEMARKS**

WHEREAS, BILLS.COM, LLC (the "Pledgor") is the owner of the trademark applications and registrations listed on Schedule A attached hereto, (all such trademarks, registrations and applications, collectively, the "Trademarks") and is the owner of the patents and patent applications listed on Schedule A attached hereto (all such patents, registrations and applications, collectively, the "Patents"); and

WHEREAS, the Pledgor has entered into a Pledge and Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of 2.12, 2008, in which the Pledgor has agreed with Allied Capital Corporation, as Administrative Agent (the "Administrative Agent"), with offices at 1919 Pennsylvania Avenue, N.W., Washington, D.C. 20006, to execute this Grant;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby grant to the Administrative Agent a security interest in all of its right, title and interest in and to the Trademarks and the Patents, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This Grant has been given in conjunction with the security interest granted to the Administrative Agent under the Security Agreement, and the provisions of this Grant are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

BILLS.COM, LLC

By: 

Name: Bradford Stroh

Title: Managing Member

TRADEMARK

REEL: 003719 FRAME: 0879

Schedule A

TRADEMARKS AND TRADEMARK APPLICATIONS

<u>Owner</u>	<u>Mark</u>	<u>Registration No.</u>	<u>Country</u>	<u>Registration Date</u>
Bills.com, LLC	Bills.com	2,568,868	U.S.	14-May-02
Bills.com, LLC	Bills.com logo	2,555,338	U.S.	2-Apr-02

PATENTS AND PATENT APPLICATIONS

N/A