

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Studley, Inc.		08/08/2008	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Collateral Agent		
Street Address:	800 Fifth Avenue		
Internal Address:	Mail Code: WA1-501-17-32		
City:	Seattle		
State/Country:	WASHINGTON		
Postal Code:	98104		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	2676162	STUDLEY	
Registration Number:	1712085		
Serial Number:	77506483	WWW.STUDLEY.COM	
Serial Number:	77506455	THE LEGAL TENANT	
Serial Number:	77479270	SERI	
Serial Number:	77479195	STUDLEY REPORT	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8328		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	9192868041		
Email:	pto_tmconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		

TRADEMARK

900116980

REEL: 003859 FRAME: 0895

OP \$165.00 2676162

ATTORNEY DOCKET NUMBER:	025134-000022 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	09/25/2008
<p>Total Attachments: 4 source=NGSI-T Studley to BOA#page1.tif source=NGSI-T Studley to BOA#page2.tif source=NGSI-T Studley to BOA#page3.tif source=NGSI-T Studley to BOA#page4.tif</p>	

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 Agreement, dated as of August 8, 2008 (the "Security Agreement"), by and among the Grantors party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Collateral Agent (the "Collateral 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 Collateral Agent for the ratable benefit of the holders of the Secured Obligations.

The Grantors and the Collateral 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.

[SIGNATURES ON FOLLOWING PAGES]

Very truly yours,

STUDLEY, INC.,
a New York corporation

By: 
Name: John Pantazis
Title: Executive Vice President

Grantor's Address:

300 Park Avenue
3rd Floor
New York, New York 10022

Acknowledged and Accepted:

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

By: 

Name:

Ken Puro

Title:

Vice President

STUDLEY, INC.

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK

REEL: 003859 FRAME: 0899

Schedule 1

**Studley, Inc.
(New York Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
STUDLEY	2676162	01/21/03
Design only	1712085	09/01/92

Pending Applications

Mark	Application No.	Filing Date
WWW.STUDLEY.COM	77506483	06/24/08
THE LEGAL TENANT	77506455	06/24/08
SERI	77479270	05/20/08
STUDLEY REPORT	77479195	05/20/08