

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
AKA Diversified Holdings, Inc.		01/17/2013	CORPORATION: SOUTH DAKOTA
RECEIVING PARTY DATA			
Name:	Chatham Credit Management III, LLC		
Street Address:	400 Galleria Parkway		
Internal Address:	Suite 1950		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30339		
Entity Type:	LIMITED LIABILITY COMPANY: GEORGIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4221866	Z WIRELESS	
Registration Number:	4221858	Z WIRELESS	
CORRESPONDENCE DATA			
Fax Number:	4042147948		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	404-685-4309		
Email:	jbeckham@burr.com		
Correspondent Name:	Jason Beckham		
Address Line 1:	171 17th Street, NW		
Address Line 2:	Suite 1100		
Address Line 4:	Atlanta, GEORGIA 30363		
ATTORNEY DOCKET NUMBER:	17224-13		
NAME OF SUBMITTER:	Jason Beckham		

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TRADEMARK
REEL: 004948 FRAME: 0873

Signature:	/jbeckham/
Date:	01/24/2013
Total Attachments: 3 source=Assignment for Security - Trademarks#page1.tif source=Assignment for Security - Trademarks#page2.tif source=Assignment for Security - Trademarks#page3.tif	

ASSIGNMENT FOR SECURITY --TRADEMARKS

WHEREAS, AKA DIVERSIFIED HOLDINGS, INC., a South Dakota corporation (the "Grantor") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantor has entered into a Pledge and Security Agreement, dated October 21, 2011 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Chatham Credit Management III, LLC, a Georgia limited liability company, as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the "Grantee"); and

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to the Grantee, and granted to the Grantee for the benefit of the Secured Parties (each such term as defined in the Security Agreement), a continuing security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby pledge and collaterally assign to the Grantee for the benefit of the Secured Parties, a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Grantor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of JANUARY 17, 2013.

AKA DIVERSIFIED HOLDINGS, INC.

By: 

Name: Andrew Wilkins

Title: Director

STATE OF NEW YORK

ss.:

COUNTY OF NEW YORK

On this 17th day of JANUARY, 2013, before me personally came Andrew Wilkins, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is a Director of AKA Diversified Holdings, Inc., a South Dakota corporation, and that he executed the foregoing instrument in the name of AKA Diversified Holdings, Inc., and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said corporation for the uses and purposes therein mentioned.


[NOTARY SEAL]

MARIA E JONES
Notary Public, State of New York
No. 01JO6184782
Qualified in Bronx County
Commission Expires April 7, 2016

SCHEDULE A TO ASSIGNMENT FOR SECURITY - TRADEMARKS

OWNER	MARK	SERIAL NO.	REGISTRATION NO.	DATE OF REGISTRATION
AKA Diversified Holdings, Inc., a South Dakota corporation	Z WIRELESS	85561943	4221866	October 9, 2012
AKA Diversified Holdings, Inc., a South Dakota corporation	Z WIRELESS	85561858	4221858	October 9, 2012