

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
DIRECTV, Inc.		04/13/2005	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

<b>Name:</b>	Bank of America, N.A., as Collateral Agent
<b>Street Address:</b>	335 Madison Avenue
<b>Internal Address:</b>	NY1-503-04-03
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10017
<b>Entity Type:</b>	national banking association: UNITED STATES

**PROPERTY NUMBERS Total: 22**

Property Type	Number	Word Mark
Registration Number:	3085552	DIRECTV
Serial Number:	78615603	DIRECTV PLUS
Serial Number:	78615602	DIRECTV PLUS
Serial Number:	78615601	DIRECTV PLUS
Serial Number:	78615566	DIRECTV ENTERTAINMENT
Serial Number:	78564081	DIRECTV
Serial Number:	78566763	DIRECTV RETHINK TV
Serial Number:	78697669	DIRECTV INTERACTIVE
Serial Number:	78556226	DIRECTV ACTIVE
Serial Number:	78514255	HD DIRECTV
Serial Number:	78514247	HD DIRECTV
Serial Number:	78772645	D DIRECTV + HDDVR
Serial Number:	78772651	D DIRECTV + HDDVR

OP \$565.00 3085552

Serial Number:	78772713	D DIRECTV + HDDVR
Serial Number:	78772509	DIRECTV PLUS
Serial Number:	78772638	D DIRECTV PLUS +
Serial Number:	78772562	DIRECTV + PLUS
Serial Number:	78855465	DIRECTV2GO
Serial Number:	78853694	D DIRECTV2GO
Serial Number:	78854457	DIRECTV2GO
Serial Number:	78860236	GOOD TV. BETTER TV. DIRECTV.
Serial Number:	78860463	GOOD TV. BETTER TV. DIRECTV.

**CORRESPONDENCE DATA**

Fax Number: (919)416-8339  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 919 286-8049  
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

ATTORNEY DOCKET NUMBER:	017625.2958 NTDIRECTVCLE
NAME OF SUBMITTER:	Charles L. Evans
Signature:	/Charles L. Evans/
Date:	06/29/2006

**Total Attachments: 4**  
source=NGSI-T2 Direct TV#page1.tif  
source=NGSI-T2 Direct TV#page2.tif  
source=NGSI-T2 Direct TV#page3.tif  
source=NGSI-T2 Direct TV#page4.tif

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Security Agreement dated as of April 13, 2005 (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.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

very truly yours,

DIRECTV, INC., a California corporation

By: 

Name: Larry D. Hunter

Title: Executive Vice President, General  
Counsel, Secretary

Grantor's Address:

2230 E. Imperial Highway  
El Segundo, California 90245

DIRECTV HOLDINGS LLC  
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 003340 FRAME: 0490**

Acknowledged and Accepted:

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

By: 

Name: John Margetanski

Title: Vice President

DIRECTV HOLDINGS LLC  
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 003340 FRAME: 0491**

**SCHEDULE 1****DIRECTV, INC.  
(a California Corporation)****U.S. Trademarks****Registered Mark**

Mark	Registration No.	Registration Date
DIRECTV	3085552	4/25/06

**Pending Applications**

Mark	Application No.	Filing Date
DIRECTV PLUS	78615603	4/24/05
DIRECTV PLUS	78615602	4/24/05
DIRECTV PLUS	78615601	4/24/05
DIRECTV ENTERTAINMNET	78615566	4/24/05
DIRECTV and Design	78564081	2/9/05
DIRECTV RETHINK and Design	78566763	2/14/05
DIRECTV INTERACTIVE and Design	78697669	8/22/05
DIRECTV ACTIVE	78556226	11/28/05
HD DIRECTV and Design	78514255	11/10/04
HD DIRECTV and Design	78514247	11/10/04
DIRECTV HDDVR and Design	78772645	12/13/05
DIRECTV HDDVR and Design	78772651	12/13/05
DIRECTV HDDVR and Design	78772713	12/13/05
DIRECTV PLUS and Design	78772509	12/13/05
DIRECTV PLUS and Design	78772638	12/13/05
DIRECTV PLUS and Design	78772562	12/13/05
DIRECTV2GO and Design	78855465	4/12/06
DIRECTV2GO and Design	78853694	4/7/06
DIRECTV2GO and Design	78854457	4/11/06
GOOD TV. BETTER TV. DIRECTV.	78860236	4/24/06
GOOD TV. BETTER TV. DIRECTV.	78860463	4/24/06

CHARI\885861v1