

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Notice of Grant of Security Interest
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Utilx Corporation		11/03/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Credit Suisse, Cayman Islands Branch, as Administrative Agent
Street Address:	Eleven Madison Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10010
Entity Type:	a bank organized under the laws of Switzerland:

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	2776417	WIRE DYNAMIX
Registration Number:	1827730	CABLECURE
Registration Number:	1760783	CABLECURE
Registration Number:	1739206	UTILX
Registration Number:	1831785	CABLECURE
Registration Number:	1510416	THE SERVICE YOU CAN'T SEE
Registration Number:	1497502	FLOWCATOR
Registration Number:	1506703	GUIDE DRIL
Registration Number:	1484625	FLOWMOLE
Registration Number:	2701554	STRATEGIC RELIABILITY ANALYSIS
Serial Number:	77011668	CABLECURE

CORRESPONDENCE DATA

Fax Number: (919)416-8363

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

TRADEMARK

REEL: 003437 FRAME: 0823

900063872

OP \$290.00 2776417

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

ATTORNEY DOCKET NUMBER:	032037.7NTUTILXCREDITSJES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	12/01/2006

Total Attachments: 4
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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 and Pledge Agreement dated as of November 3, 2006 (the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors"), Credit Suisse, Cayman Islands Branch, as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
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See Exhibit A attached hereto and made a part hereof.

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
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See Exhibit A attached hereto and made a part hereof.

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

UTILX CORPORATION,
a Delaware corporation

By: 

Name: Daniel E. Lonergan
Title: Assistant Secretary and
Authorized Signatory

Acknowledged and Accepted:

CREDIT SUISSE, CAYMAN ISLANDS BRANCH, as Administrative Agent

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

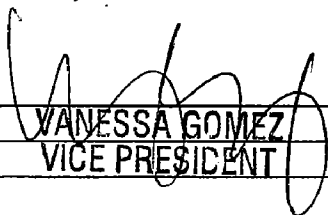
Very truly yours,

UTILX CORPORATION,
a Delaware corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

CREDIT SUISSE, CAYMAN ISLANDS BRANCH, as Administrative Agent

By: 
Name: VANESSA GOMEZ
Title: VICE PRESIDENT

By: 
Name: SHAHEEN MALIK
Title: ASSOCIATE

Schedule 1**Utilx Corporation
(Delaware Corporation)****U.S. Trademarks****Registered Marks**

Mark	Registration No.	Registration Date
WIRE DYNAMIX	2776417	10/21/03
CABLECURE and Design	1827730	03/22/94
CABLECURE	1760783	03/23/93
UTILX	1739206	12/08/92
CABLECURE	1831785	04/19/94
THE SERVICE YOU CAN'T SEE	1510416	10/25/88
FLOWCATOR	1497502	07/26/88
GUIDE DRIL	1506703	09/27/88
FLOWMOLE	1484625	04/12/88
STRATEGIC RELIABILITY ANALYSIS	2701554	03/25/03

Pending Application

Mark	Application No.	Filing Date
CABLECURE	77011668	10/02/06