

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Grant of First Priority Security Interest in Trademarks

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
TeleGuam Holdings, LLC		04/25/2007	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	BNP Paribas, as First Lien Collateral Agent
<b>Street Address:</b>	787 Seventh Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10019
<b>Entity Type:</b>	Unknown:

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Registration Number:	3120769	SPYDER
Registration Number:	3178652	MPULSE
Registration Number:	3178651	MPULSE
Registration Number:	3123408	SPYDER
Registration Number:	3120330	GTA
Registration Number:	3114352	GTA
Serial Number:	78686255	PACIFIC REACH
Serial Number:	78686241	PULSE
Serial Number:	78686239	WINGS

**CORRESPONDENCE DATA**

Fax Number: (213)430-6407  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: gdurham@omm.com

CH \$240.00 3120769

Correspondent Name: Gina M. Durham, Esq.  
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Address Line 2: O'Melveny & Myers LLP  
Address Line 4: Los Angeles, CALIFORNIA 90071

NAME OF SUBMITTER:	Gina M. Durham
Signature:	/Gina M. Durham/
Date:	04/26/2007

Total Attachments: 2  
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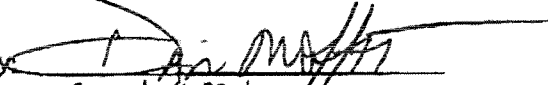
**GRANT OF FIRST PRIORITY  
SECURITY INTEREST IN TRADEMARKS**

WHEREAS, **TELEGUAM HOLDINGS, LLC** (the "Pledgor") is the owner of the trademarks and service marks listed on Schedule A attached hereto, which marks are registered or have pending registrations in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such trademarks, service marks, registrations and applications, collectively, the "Trademarks"); and

WHEREAS, Pledgor has entered into a Second Amended and Restated First Lien Pledge and Security Agreement (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), dated as of April 25, 2007, in which Pledgor has agreed with **BNP PARIBAS**, as First Lien Collateral Agent ("First Lien Collateral Agent"), with offices at 787 Seventh Avenue, New York, NY 10019, to execute this Assignment;

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), Pledgor does hereby grant to First Lien Collateral Agent a first priority security interest in all of its right, title and interest in and to the Trademarks, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This grant of Security Interest has been given in conjunction with the first priority security interest granted to First Lien Collateral Agent under the Security Agreement, and the provisions of this grant of Security Interest are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

**TELEGUAM HOLDINGS, LLC**

By:   
Name: Daniel Moffat  
Title: President

LA1:1134322

Schedule A

**TRADEMARKS AND TRADEMARK APPLICATIONS**

<u>Pledgor</u>	<u>Serial or Registration No.</u>	<u>Word Mark</u>	<u>Country</u>	<u>Inventor</u>	<u>Registration or Filing Date</u>
Teleguam Holdings, LLC	3120769	SPYDER (plus design)	United States	NA	Registered July 25, 2006
Teleguam Holdings, LLC	3178652	MPULSE (plus design)	United States	NA	Registered November 28, 2006
Teleguam Holdings, LLC	3178651	MPULSE	United States	NA	Registered November 28, 2006
Teleguam Holdings, LLC	3123408	SPYDER	United States	NA	Registered August 1, 2006
Teleguam Holdings, LLC	3120330	GTA (plus design)	United States	NA	Registered July 25, 2006
Teleguam Holdings, LLC	3114352	GTA	United States	NA	Registered July 11, 2006
Teleguam Holdings, LLC	Serial 78686255	No. PACIFIC REACH	United States	NA	Filed August 5, 2005
Teleguam Holdings, LLC	Serial 78686241	No. PULSE	United States	NA	Filed August 5, 2005
Teleguam Holdings, LLC	Serial 78686239	No. WINGS	United States	NA	Filed August 5, 2005