

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE BY SECURED PARTY		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SK Telecom Usa Holdings, Inc.		08/22/2008	CORPORATION:

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Helio LLC
<b>Street Address:</b>	Suite 600 10960 Wilshire Blvd.
<b>City:</b>	Los Angeles
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90024
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 44**

Property Type	Number	Word Mark
Registration Number:	3235406	DON'T CALL IT A PHONE
Registration Number:	3243173	MEDIA MOVER
Registration Number:	3254279	DON'T CALL IT A PHONE
Registration Number:	3314357	KICKFLIP
Registration Number:	3326750	DON'T CALL US A PHONE COMPANY
Registration Number:	3369521	DON'T CALL US A PHONE COMPANY
Registration Number:	3382455	ANSWERRING
Registration Number:	3395397	DRIFT
Registration Number:	3399208	OCEAN
Registration Number:	3406313	FIN
Registration Number:	3410493	
Registration Number:	3419000	BUDDY BEACON
Serial Number:	77338340	ANYLANG MESSENGER
Serial Number:	77145323	CONNECT WITH ALL YOUR FRIENDS

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Serial Number:	77145317	CONNECT WITH ALL YOUR FRIENDS
Serial Number:	77145326	CONNECT WITH ALL YOUR FRIENDS
Serial Number:	78735805	DON'T CALL IT A PHONE
Serial Number:	78735810	DON'T CALL IT A PHONE
Serial Number:	78735817	DON'T CALL US A PHONE COMPANY
Serial Number:	78735814	DON'T CALL US A PHONE COMPANY
Serial Number:	78904000	
Serial Number:	78689174	
Serial Number:	78689194	
Serial Number:	78689181	
Serial Number:	78689180	
Serial Number:	77059497	
Serial Number:	78689177	
Serial Number:	78689185	
Serial Number:	78689184	
Serial Number:	78689183	
Serial Number:	77012577	FRIENDBEACON
Serial Number:	77054556	GLASS
Serial Number:	77084892	HEAT
Serial Number:	78687135	HELIO
Serial Number:	77058563	HELIO
Serial Number:	78687133	HELIO
Serial Number:	78686801	HELIO
Serial Number:	78689187	HELIO
Serial Number:	78689188	HELIO
Serial Number:	78689189	HELIO
Serial Number:	77019651	HELIO DRIFT
Serial Number:	77019635	HELIO SNOW DRIFT
Serial Number:	78815563	HERO
Serial Number:	77283863	MYSTO

CORRESPONDENCE DATA

Fax Number: (212)310-1762

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

Phone: 212-626-4737

julia.r.talke@bakernet.com, Jerry.M.Nunes@BAKERNET.com

**TRADEMARK**

**REEL: 003839 FRAME: 0731**

Email: nyctrademarks@bakernet.com  
Correspondent Name: Julia R. Talke  
Address Line 1: 1114 Avenue of the Americas  
Address Line 2: BAKER & MCKENZIE LLP  
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	32150683-000034
NAME OF SUBMITTER:	Julia R. Talke
Signature:	/jrt/
Date:	08/22/2008

Total Attachments: 7  
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**CONFIRMATION OF TERMINATION OF  
SECURITY INTEREST IN U.S. TRADEMARKS**

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, Helio LLC ("**Helio**") and SK Telecom USA Holdings, Inc. ("**SK Telecom**") entered into a Confirmation of Security Agreement in Trademarks dated July 24, 2008 (the "**Short Form Trademark Security Agreement**") pursuant to a Convertible Note Purchase and Security Agreement dated June 27, 2008 (the "**Convertible Note Agreement**");

WHEREAS, pursuant to the Convertible Note Agreement and the Short Form Trademark Security Agreement (recorded in the United States Patent and Trademark Office on July 30, 2008 at Reel 003825/Frame 0881), as collateral security for the payment and performance in full of all of the Obligations, Helio pledged and granted to SK Telecom, a lien on and security interest in all of Helio's right, title and interest in, to and under the following collateral of Helio:

all United States (including federal and state) and non-United States trademarks, service marks, trade names, brand names, fictitious names, trade dress, certifications marks, collective marks, corporate names, domain names, slogans, logos and other identifiers of source, origin or goodwill, together with the goodwill associated therewith or symbolized thereby, together with any and all (i) registrations and applications for registration thereof, (ii) renewals and extensions thereof, (iii) rights and privileges arising under applicable law and international treaties and conventions, (iv) income, fees, royalties, damages, claims and payments due and payable with respect thereto, and (v) rights to sue and collect damages for past, present and future infringement, dilution, impairment or violation thereof or unfair competition therewith owned by HELIO LLC, including without limitation the trademark registrations and applications listed on Exhibit A attached hereto (all the foregoing collectively the "**Trademark Collateral**").

All the Obligations have been fully satisfied and performed, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, SK Telecom hereby releases and discharges its lien on and security interest in the Trademark Collateral.

Unless otherwise defined herein, capitalized terms used herein shall have the meanings given to them in the agreements referenced above.

DATED: August 22, 2008

HELIO LLC

By: HELIO, Inc., its manager

By: \_\_\_\_\_

Name: Wonhee Sull

Title: CEO

Address: 10960 Wilshire Boulevard, Suite 700  
Los Angeles, CA 90024

ACKNOWLEDGED BY:

SK TELECOM USA HOLDINGS, INC.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Address: 11 Euljiro 2-ga, Jung-gu  
Seoul 100-999, Korea

SIGNATURE PAGE TO CONFIRMATION OF TERMINATION OF  
SECURITY INTEREST IN U.S. TRADEMARKS

**TRADEMARK**  
**REEL: 003839 FRAME: 0734**

DATED: August 22, 2008

HELIO LLC

By: HELIO, Inc., its manager

By: \_\_\_\_\_


Name: \_\_\_\_\_

Title: \_\_\_\_\_

Address: 10960 Wilshire Boulevard, Suite 700  
Los Angeles, CA 90024

ACKNOWLEDGED BY:

SK TELECOM USA HOLDINGS, INC.

By: 

Name: Sung Won Suh

Title: Authorized Person

Address: 11 Euljiro 2-ga, Jung-gu  
Seoul 100-999, Korea






SIGNATURE PAGE TO CONFIRMATION OF TERMINATION OF  
SECURITY INTEREST IN U.S. TRADEMARKS

TRADEMARK  
REEL: 003839 FRAME: 0735









EXHIBIT A

(SEE ATTACHED)


**EXHIBIT A**

	<b>Trademarks</b>	<b>App. Serial No.</b>	<b>Reg. No.</b>
1.	<b>AYLANG MESSENGER</b>	77338340	
2.	<b>CONNECT WITH ALL YOUR FRIENDS</b>	77145323	
3.	<b>CONNECT WITH ALL YOUR FRIENDS</b>	77145317	
4.	<b>CONNECT WITH ALL YOUR FRIENDS</b>	77145326	
5.	<b>DON'T CALL IT A PHONE</b>	78735805	
6.	<b>DON'T CALL IT A PHONE</b>	78735810	
7.	<b>DON'T CALL US A PHONE COMPANY</b>	78735817	
8.	<b>DON'T CALL US A PHONE COMPANY</b>	78735814	
9.	<b>Flame &amp; Arrow Design</b> 	78904000	
10.	<b>Flame Couple Design</b> 	78689174	
11.	<b>Flame Couple Design</b> 	78689194	
12.	<b>Flame Design</b> 	78689181	
13.	<b>Flame Design</b> 	78689180	
14.	<b>Flame Design</b>	77059497	



	Trademarks	App. Serial No.	Reg. No.
			
15.	Flame Design 	78689177	
16.	Flame Man Design 	78689185	
17.	Flame Man Design 	78689184	
18.	Flame Man Design 	78689183	
19.	FRIENDBEACON	77012577	
20.	GLASS	77054556	
21.	HEAT	77084892	
22.	HELIO	78687135	
23.	HELIO	77058563	
24.	HELIO	78687133	
25.	HELIO	78686801	
26.	HELIO (Stylized) 	78689187	
27.	HELIO (Stylized) 	78689188	
28.	HELIO (Stylized) 	78689189	

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	<b>Trademarks</b>	<b>App. Serial No.</b>	<b>Reg. No.</b>
29.	<b>HELIO DRIFT</b>	77019651	
30.	<b>HELIO SNOW DRIFT</b>	77019635	
31.	<b>HERO</b>	78815563	
32.	<b>MYSTO</b>	77283863	
33.	<b>DON'T CALL IT A PHONE</b>	78978035	3235406
34.	<b>MEDIA MOVER</b>	78866069	3243173
35.	<b>DON'T CALL IT A PHONE</b>	78735812	3254279
36.	<b>KICKFLIP</b>	78815569	3314357
37.	<b>DON'T CALL US A PHONE COMPANY</b>	78735819	3326750
38.	<b>DON'T CALL US A PHONE COMPANY</b>	78978001	3369521
39.	<b>ANSWERRING</b>	77012583	3382455
40.	<b>DRIFT</b>	77019658	3395397
41.	<b>OCEAN</b>	77111826	3399208
42.	<b>FIN</b>	77138842	3406313
43.	<b>Flame Couple Design</b> 	78689176	3410493
44.	<b>BUDDY BEACON</b>	77013034	3419000

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