

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY AGREEMENT
CONVEYING PARTY DATA	
Name	Execution Date
Capital Cargo International Airlines, Inc.	12/31/2007
RECEIVING PARTY DATA	
Name:	SunTrust Bank
Street Address:	303 Peachtree Street, N.E.
Internal Address:	3rd Floor
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30308
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	6308131
CORRESPONDENCE DATA	
Fax Number:	(404)881-7777
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	404-881-7000
Email:	barbara.yates@alston.com
Correspondent Name:	Scott E. Brient, Esq.
Address Line 1:	1201 W. Peachtree Street
Address Line 2:	c/o Alston & Bird LLP
Address Line 4:	Atlanta, GEORGIA 30309-3424
ATTORNEY DOCKET NUMBER:	334911
NAME OF SUBMITTER:	Scott E. Brient
Total Attachments: 5 source=Capital Cargo International Airlines, Inc#page1.tif source=Capital Cargo International Airlines, Inc#page2.tif	

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PATENT
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GRANT OF SECURITY INTEREST
PATENTS AND TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CAPITAL CARGO INTERNATIONAL AIRLINES, INC., a Florida corporation (the "Grantor"), with principal offices at 7100 TPC Drive, Suite 200, Orlando, Florida 32822, on this 31st day of December, 2007, hereby assigns and grants to SUNTRUST BANK, as Administrative Agent (the "Grantee") with principal offices at 303 Peachtree Street, NE, 3rd Floor, Atlanta, Georgia 30308, a security interest in (i) all of the Grantor's right, title and interest in and to the trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto; (ii) all of the Grantor's right, title and interest in and to the patents and patent applications (the "Patents") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Guarantee and Collateral Agreement referred to below) of the Marks and Patents, (iv) the goodwill of the businesses with which the Marks are associated and, (v) all causes of action arising prior to or after the date hereof for infringement of any of the Marks and Patents or unfair competition regarding the same.

THIS GRANT OF SECURITY INTEREST (this "Grant"), is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Guarantee and Collateral Agreement, among Grantor, the other assignors from time to time party thereto and the Grantee, dated as of December 31, 2007 (as the same may be amended, restated, modified and/or supplemented from time to time, the "Guarantee and Collateral Agreement").

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Guarantee and Collateral Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Guarantee and Collateral Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Guarantee and Collateral Agreement, the provisions of the Guarantee and Collateral Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date referenced above.

CAPITAL CARGO INTERNATIONAL
AIRLINES, INC, as Grantor

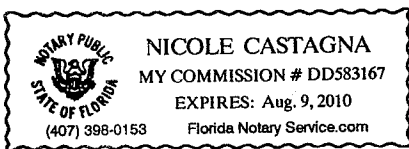
By: 
Name: George A. Golder
Title: Corporate Secretary

SUNTRUST BANK
as Administrative Agent, as Grantee

By: _____
Name: _____
Title: _____

STATE OF FLORIDA)
) ss.:
COUNTY OF ORANGE)

On this 28th day of December before me personally came George A. Golder who, being by me duly sworn, did state as follows: that he is the Corporate Secretary of CAPITAL CARGO INTERNATIONAL AIRLINES, INC, that he is authorized to execute the foregoing Grant on behalf of said corporation and that he did so by authority of the corporation.




Notary Public

STATE OF GEORGIA)
) ss.:
COUNTY OF FULTON)

On this ____ day of _____, before me personally came _____ who, being by me duly sworn, did state as follows: that he is a _____ of SUNTRUST BANK, that he is authorized to execute the foregoing Grant on behalf of SunTrust Bank and that he did so by authority of SunTrust Bank.

Notary Public

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date referenced above.

CAPITAL CARGO INTERNATIONAL
AIRLINES, INC, as Grantor

By: _____
Name: _____
Title: _____

SUNTRUST BANK
as Administrative Agent, as Grantee

By: William H. Crawford
Name: William H. Crawford
Title: Director
SunTrust Bank

STATE OF _____)
) ss.:
COUNTY OF _____)

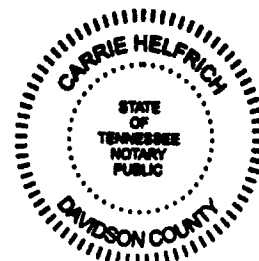
On this ____ day of _____, before me personally came _____ who, being by me duly sworn, did state as follows: that he is the _____ of CAPITAL CARGO INTERNATIONAL AIRLINES, INC, that he is authorized to execute the foregoing Grant on behalf of said limited liability company and that he did so by authority of the Manager of said limited liability company.

Notary Public

STATE OF TENNESSEE)
) ss.:
COUNTY OF DAVIDSON)

On this 28th day of Dec, before me personally came William H. Crawford who, being by me duly sworn, did state as follows: that he is a Director of SUNTRUST BANK, that he is authorized to execute the foregoing Grant on behalf of SunTrust Bank and that he did so by authority of SunTrust Bank.

Carrie Helfrich
Notary Public
Expiration 1/3/2011



TRADEMARKS

Mark

Reg. Number.

Reg. Date

N/A

N/A

N/A

PATENTS

<u>Patent</u>	<u>Patent No.</u>	<u>Issue Date</u>
Method of pre-planning the loading of aircraft	6,308,131	October 23, 2001