

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																
NATURE OF CONVEYANCE:	SECURITY AGREEMENT																
CONVEYING PARTY DATA																	
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 70%; text-align: center; padding: 5px;">Name</td> <td style="width: 30%; text-align: center; padding: 5px;">Execution Date</td> </tr> <tr> <td style="padding: 5px;">Digital Recorders, Inc.</td> <td style="padding: 5px;">06/30/2008</td> </tr> </table>	Name	Execution Date	Digital Recorders, Inc.	06/30/2008													
Name	Execution Date																
Digital Recorders, Inc.	06/30/2008																
RECEIVING PARTY DATA																	
Name:	PNC Bank, National Association																
Street Address:	Two Tower Center Boulevard																
City:	East Brunswick																
State/Country:	NEW JERSEY																
Postal Code:	08816																
PROPERTY NUMBERS Total: 7																	
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 30%; text-align: center; padding: 5px;">Property Type</th> <th style="text-align: center; padding: 5px;">Number</th> </tr> </thead> <tbody> <tr> <td style="padding: 5px;">Patent Number:</td> <td style="padding: 5px;">D429719</td> </tr> <tr> <td style="padding: 5px;">Patent Number:</td> <td style="padding: 5px;">6851964</td> </tr> <tr> <td style="padding: 5px;">Patent Number:</td> <td style="padding: 5px;">7287878</td> </tr> <tr> <td style="padding: 5px;">Patent Number:</td> <td style="padding: 5px;">7068795</td> </tr> <tr> <td style="padding: 5px;">Application Number:</td> <td style="padding: 5px;">10880811</td> </tr> <tr> <td style="padding: 5px;">Application Number:</td> <td style="padding: 5px;">11469777</td> </tr> <tr> <td style="padding: 5px;">Application Number:</td> <td style="padding: 5px;">11610417</td> </tr> </tbody> </table>	Property Type	Number	Patent Number:	D429719	Patent Number:	6851964	Patent Number:	7287878	Patent Number:	7068795	Application Number:	10880811	Application Number:	11469777	Application Number:	11610417	
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Patent Number:	7068795																
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Application Number:	11469777																
Application Number:	11610417																
CORRESPONDENCE DATA																	
Fax Number:	(202)756-9299																
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>																	
Phone:	8002210770																
Email:	kai.goodwin@contractor.thomson.com																
Correspondent Name:	Corporation Service Company																
Address Line 1:	1133 Avenue of the Americas																
Address Line 2:	Suite 3100																
Address Line 4:	New York, NEW YORK 10036																

CH \$280.00 D429719

500585080

PATENT
REEL: 021194 FRAME: 0283

ATTORNEY DOCKET NUMBER:

637310-10

NAME OF SUBMITTER:

Kai Goodwin

Total Attachments: 6

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PATENT ASSIGNMENT OF SECURITY

WHEREAS, each of the undersigned grantors ("Grantors"), owns the patents and patent applications shown in the attached Schedule A (the "Patents"), for which there are recordings or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantors are obligated to PNC Bank, National Association ("PNC") and various other financial institutions (collectively, "Lenders") and PNC as agent for Lenders ("Agent") pursuant to (i) a certain Revolving Credit and Security Agreement, dated the date hereof, among Agent, Lenders, Grantors and the other credit parties named therein and (ii) a certain Patent Collateral Security Agreement, dated the date hereof, made by Grantors in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, each Grantor is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in such Grantor's Patents, all proceeds thereof, all rights corresponding thereto and all reissues, divisions, continuations, renewals, extensions and continuations-in-part thereof, and the recordings and applications therefore.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, each Grantor does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to such Grantor's Patents, and recordings and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

[SIGNATURE PAGES FOLLOW]

Each Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York

June 30, 2008

Witness:

Sept. 8g

DIGITAL RECORDERS, INC

By: [Signature]

Name: David C. Tury
Its: CEO, President

Witness:

Sept. 8g

TWINVISION OF NORTH AMERICA, INC

By: [Signature]

Name: David C. Tury
Its: CEO, President

Witness:

Sept. 8g

DRI CORPORATION

By: [Signature]

Name: David C. Tury
Its: CEO, President

Witness:

By: [Signature]

Name:
Its:

PNC BANK, NATIONAL ASSOCIATION, as Agent

STATE OF Texas)
 : ss.:
COUNTY OF Dallas)

On the 30th day of June, 2008, before me personally came David L Turner, to me known, who being by me duly sworn, did depose and say that s/he is the CEO/Pres of DIGITAL RECORDERS, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Veronica B. Mark
Notary Public
My Commission Expires: 10/22/2009

STATE OF Texas)
 : ss.:
COUNTY OF Dallas)

On the 30th day of June, 2008, before me personally came David L Turner, to me known, who being by me duly sworn, did depose and say that s/he is the CEO/Pres of TWINVISION OF NORTH AMERICA, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Veronica B. Mark
Notary Public
My Commission Expires: 10/22/2009

STATE OF Texas)
 : ss.:
COUNTY OF Dallas)

On the 30th day of June, 2008, before me personally came David L Turner, to me known, who being by me duly sworn, did depose and say that s/he is the CEO/Pres of DRI CORPORATION, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Veronica B. Mark
Notary Public
My Commission Expires: 10/22/2009

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On the ____ day of June, 2008, before me personally came _____, to me known, who being by me duly sworn, did depose and say that s/he is the _____ of PNC BANK, NATIONAL ASSOCIATION, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Notary Public

My Commission Expires:

Each Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York

June 30, 2008

Witness:

DIGITAL RECORDERS, INC

By: _____

Name:

Its:

Witness:

TWINVISION OF NORTH AMERICA, INC

By: _____

Name:

Its:

Witness:

DRI CORPORATION

By: _____

Name:

Its:

Witness:

PNC BANK, NATIONAL ASSOCIATION, as
Agent

By: _____

Name:

Its:

[Signature]
Jeffrey J. Bonds
V.P.

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

On the ____ day of June, 2008, before me personally came _____, to me known, who being by me duly sworn, did depose and say that s/he is the _____ of DIGITAL RECORDERS, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Notary Public
My Commission Expires:

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

On the ____ day of June, 2008, before me personally came _____, to me known, who being by me duly sworn, did depose and say that s/he is the _____ of TWINVISION OF NORTH AMERICA, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Notary Public
My Commission Expires:

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

On the ____ day of June, 2008, before me personally came _____, to me known, who being by me duly sworn, did depose and say that s/he is the _____ of DRI CORPORATION, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Notary Public
My Commission Expires:

STATE OF NEW ^{Jersey}~~YORK~~)
: ss.:
COUNTY OF ^{Middlesex}~~NEW YORK~~)

On the ^{30th} day of June, 2008, before me personally came ^{Jeffrey}~~VP~~ ^{Bender}, to me known, who being by me duly sworn, did depose and say that s/he is the _____ of PNC BANK, NATIONAL ASSOCIATION, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

My Commission Expires:

Josephine R. Griffin
Notary Public
JOSEPHINE R. GRIFFIN
NOTARY PUBLIC
STATE OF NEW JERSEY
MY COMMISSION EXPIRES AUGUST 28, 2011

SCHEDULE A

Schedule A to a Patent Assignment of Security dated June 30, 2008, by and among Digital Recorders, Inc., TwinVision of North America, Inc., DRI Corporation and PNC Bank, National Association, as Agent.

Title	Owner/Applicant	Docket No.	Application Number	Application Date	Type	Status
Urban Transit Vehicle Microphone Housing	Digital Recorders	27713	DES429719	8/22/2000	U.S. Design Patent	Granted 8/22/2014
Retainer Clip for Ribbon Cable Connectors	Digital Recorders, Inc.	27709	6,851,964	2/8/2005	U.S. Patent	Granted 6/3/2023
LED Sign Cover and Method of Manufacture	Digital Recorders, Inc.	27707	7,287,878	10/30/2007	U.S. Patent	Granted 7/4/2024
Public Address System and Method for an Urban Transit Vehicle	Digital Recorders, Inc.	27708	7,068,795	6/27/2006	U.S. Patent	Granted 10/16/2020

Title	Owner/Applicant	Docket No.	Application Number	Application Date	Type	Status
Public Address System and Method for an Urban Transit Vehicle	Digital Recorders, Inc.	27710	10/880,811	6/30/2004	U.S. Patent	Pending
Security System and Method for Mass Transit Vehicles	Digital Recorders, Inc.	27844	11/469,777	9/1/2006	U.S. Patent	Pending
Rapid Messaging Protocol Wireless Network Data Communication System	Digital Recorders, Inc.	28022	11/610,417	12/13/2006	U.S. Patent	Pending

Schedule A to Patent Assignment of Security