

PATENT ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Grant of Security Interest in Patents
CONVEYING PARTY DATA	
Name	Execution Date
DBSD Services Limited	03/17/2011
RECEIVING PARTY DATA	
Name:	Dish Network Corporation
Street Address:	9601 South Meridian Boulevard
City:	Englewood
State/Country:	COLORADO
Postal Code:	80112
PROPERTY NUMBERS Total: 30	
Property Type	Number
Patent Number:	6760757
Patent Number:	6816705
Patent Number:	6731931
Patent Number:	6745028
Patent Number:	6052587
Patent Number:	6005529
Patent Number:	6118999
Patent Number:	6128468
Patent Number:	6256497
Patent Number:	6208836
Patent Number:	6201967
Patent Number:	6017003
Patent Number:	6031489
Patent Number:	6560439
Patent Number:	6265847

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PATENT
REEL: 025980 FRAME: 0413

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Patent Number:	6055662
Patent Number:	6477355
Patent Number:	6950625
Patent Number:	6771627
Patent Number:	6337977
Patent Number:	6373946
Patent Number:	6968189
Patent Number:	6920323
Patent Number:	7155161
Patent Number:	7218932
Patent Number:	7133377
Patent Number:	7260391
Patent Number:	7457269
Patent Number:	7474873
Application Number:	11524388

CORRESPONDENCE DATA

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ATTORNEY DOCKET NUMBER:	146240/3
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NAME OF SUBMITTER:	Shivram Sankar
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Total Attachments: 10
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**GRANT OF SECURITY INTEREST
IN PATENTS**

This **Grant of Security Interest in Patents** (as amended, modified, restated and/or supplemented from time to time, the "**Grant**") dated March 17, 2011, is made by **DBSD SERVICES LIMITED**, a private limited company incorporated under the laws of England and Wales with principal offices at 269 Argyll Avenue, Slough Trading Estate, Slough, Berkshire SL14HE, United Kingdom (the "**Grantor**"), in favor of **DISH NETWORK CORPORATION**, as Administrative Agent (as defined in the Credit Agreement), a Delaware corporation with principal offices at 9601 South Meridian Boulevard, Englewood, Colorado 80112 (the "**Grantee**") for the benefit of the Secured Parties. Capitalized terms used herein but not otherwise defined herein shall have the meanings set forth in the Composite Debenture among *inter alia* the Grantor and the Grantee, dated March 17, 2011 (as amended, modified, restated and/or supplemented from time to time, the "**Debenture**").

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor agrees as follows:

- 1 As security for the payment and discharge of all the Secured Liabilities, the Grantor hereby pledges and grants to Grantee, for the benefit of the Secured Parties, a continuing security interest in all of the Grantor's right, title and interest in, to and under the following, whether now owned by the Grantor or hereafter acquired and whether now existing or hereafter coming into existence (the "**Patent Collateral**"):
 - (i) all patents, whether registered or unregistered, now owned or hereafter acquired by the Grantor, now existing or hereafter coming into existence, including, without limitation, the patents and patent applications set forth on Schedule A attached hereto, together with any and all applications and, for patents and rights to apply for patents, reissues, divisions, continuations, continuations-in-part, extensions, and re-examinations thereof, all inventions disclosed therein and improvements thereto ("**Patents**");
 - (ii) all rights in Patents provided by international treaties or conventions, and all other rights associated therewith;
 - (iii) all rights to sue, including the right to sue in the Grantor's name, and any rights to recover damages, costs and fees for past, present and future infringement or other violation thereof or interference or conflict therewith, including unfair competition regarding, any of the foregoing; and
 - (iv) all proceeds and products of the foregoing.
- 2 The Grantor authorizes and requests that the Commissioner for Patents and any other applicable government officer record this Grant.
- 3 Counterparts. This Grant may be executed in any number of counterparts and by the different parties hereto on separate counterparts, each of which when so executed and delivered shall be an original, but all of which shall together constitute one and the same instrument.
- 4 This Grant has been granted concurrently and in conjunction with the Security Interests granted to the Grantee under the Debenture. The rights and remedies of the Grantee with respect to the security interest granted herein are more fully set forth in the Debenture, 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 Debenture, the provisions of the Debenture shall govern. The security interest granted hereunder is and shall be deemed to be one and the same as the security interest granted pursuant to the Debenture.


- 5 The Grantor represents and warrants to the Grantee and the Secured Parties that (a) the provisions of this Grant, the Debenture and the DIP Order are effective to create in favor of the Grantee, for the benefit of the Secured Parties, legal, valid and perfected Security Interests (having the priority provided for herein and in the DIP Order) in all right, title and interest in the Security Assets, enforceable against the Grantor and (b) pursuant to Section 364(c) of the Bankruptcy Code and the DIP Order, all Obligations of the Grantor under this Grant, the Debenture and the Credit Agreement and each other Loan Document at all times shall constitute allowed super-priority administrative expense claims in each of the Chapter 11 Cases having priority over all administrative expenses of the kinds specified in, or ordered pursuant to, Sections 105, 326, 328, 330, 331, 503(b), 506(c), 507(a), 507(b), 546(c), 726, 1114 or any other provision of the Bankruptcy Code or otherwise, and shall at all times be senior to the rights of Loan Parties, the estates of Loan Parties, and any successor trustee or estate representative in the Chapter 11 Cases or any subsequent proceeding or case under the Bankruptcy Code, subject only to amounts then outstanding pursuant to the Carve-Out. Notwithstanding anything herein to the contrary, the Prepetition Senior Liens shall be senior in all respects to the Security Interests granted to the Grantee hereunder. Capitalized terms used in this paragraph 5 and not defined herein shall have the meanings assigned to such terms in the Credit Agreement.
- 6 This Grant shall terminate as against any Patent Collateral when such Patent Collateral is released from the Charge under the Debenture pursuant to Section 25 thereof.
- 7 Governing Law. This Grant shall be construed in accordance with and be governed by the laws of the State of New York.

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In witness whereof, the undersigned have caused this Grant of Security Interests in Patents to be executed and delivered as of the date first written above.

DBSD SERVICES LIMITED,

as Grantor

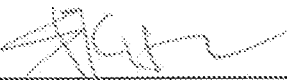
By: 

Name: Stephen M. De Wees

Title: Director

Signature Page to Grant of Security Interest in Patents – DBSD Services Limited

DISH NETWORK CORPORATION,
as Agent and Grantee

By: 
Name: Jason Kiser
Title: Treasurer

Schedule A
Patents and Patent Applications

UNITED STATES PATENTS:

Issued Patents:

OWNER	PATENT NUMBER/DATE OF ISSUANCE	DESCRIPTION
DBSD Services Limited	6,760,757 July 6, 2004	Techniques for using a web based server provided in a vehicle
DBSD Services Limited	6,816,705 November 9, 2004	Satellite Communication System and associated method
DBSD Services Limited	6,731,931 May 4, 2004	Idle Mode Measurement
DBSD Services Limited	6,745,028 June 1, 2004	Satellite Mobile Telephone Cell departure prediction
DBSD Services Limited	6,052,587 April 18, 2000	Signal assessed user terminal system access in satellite communication systems
DBSD Services Limited	6,005,529 December 21, 1999	Antenna assembly with relocatable antenna for mobile transceiver
DBSD Services Limited	6,118,999 September 12, 2000	Earth station user and terminal access control system for satellite communication systems
DBSD Services Limited	6,128,468 October 3, 2000	Satellite communications terminal location system and method
DBSD Services Limited	6,256,497 July 3, 2001	Interworking between telecommunications networks
DBSD Services Limited	6,208,836 March 27, 2001	Earth station acquisition system for satellite communications
DBSD Services Limited	6,201,967 March 13, 2001	Communications apparatus and method
DBSD Services Limited	6,017,003 January 25, 2000	Satellite operating system and method
DBSD Services Limited	6,031,489 February 29, 2000	User terminal positioning system and method employing external signals
DBSD Services Limited	6,560,439 May 6, 2003	Satellite paging channels
DBSD Services Limited	6,265,847 July 24, 2001	Rechargeable battery control device
DBSD Services Limited	6,055,662 April 25, 2000	Communications transactional message handling
DBSD Services Limited	6,477,355 November 5, 2002	Transmission quality reporting
DBSD Services Limited	6,950,625 September 27, 2005	Communications apparatus and method
DBSD Services Limited	6,771,627 August 3, 2004	Mobile Station for Diversity Communication
DBSD Services Limited	6,337,977 January 8, 2002	Roving Voice mail

DBSD Services Limited	6,373,946 April 16, 2002	Community Security
DBSD Services Limited	6,968,189 November 11, 2005	Neighboring cell list generation in a mobile satellite Communication system
DBSD Services Limited	6,920,323 July 19, 2005	Satellite Communications System and User Terminal Providing Path Diversity
DBSD Services Limited	7,155,161 December 26, 2006	Communications Apparatus and Method
DBSD Services Limited	7,218,932 May 15, 2007	Satellite Mobile Telephone Cell Departure Prediction
DBSD Services Limited	7,133,377 November 7, 2006	Data Multiplexing for Diversity Operation
DBSD Services Limited	7,260,391 August 21, 2007	Satellite Mobile Telephone Cell Departure Prediction
DBSD Services Limited	7,457,269 November 25, 2008	Collision Avoidance of RACH Signals in a TDMA Satellite Communication Systems
DBSD Services Limited	7,474,873 January 6, 2009	Satellite Mobile Telephone Cell Departure Prediction

Applications:

OWNER	APPLICATION NUMBER	DESCRIPTION
DBSD Services Limited	11/524,388	Communication Apparatus and Method

Licenses:

License Agreement, dated as of August 3, 2005, by and between ICO Services Limited and ICO Global Communications (Holdings) Limited.

FOREIGN PATENTS:Issued Patents:

OWNER	PATENT NUMBER/ DATE OF FILING	COUNTRY/STATE	DESCRIPTION
DBSD Services Limited	2,316,834 August 24, 1996	United Kingdom	Earth Station Acquisition System for Satellite Communications
DBSD Services Limited	2,316,832 August 24, 1996	United Kingdom	Signal-Assessed User Terminal System Access in Satellite Communication Systems
DBSD Services Limited	2,316,833 August 24, 1996	United Kingdom	Satellite Communications System and User Terminal Providing Path Diversity
DBSD Services Limited	2,317,303 September 9, 1996	United Kingdom	Communications Apparatus and Method
DBSD Services Limited	2,320,232 December 12, 1996	United Kingdom	Locating User of Satellite Communications
DBSD Services Limited	2,320,385 December 14, 1996	United Kingdom	Locating User of Satellite Communications
DBSD Services Limited	2,357,920 December 14, 1996	United Kingdom	Locating User of Satellite Communications
DBSD Services Limited	2,357,921 December 14, 1996	United Kingdom	Locating User of Satellite Communications
DBSD Services Limited	2,321,812 February 1, 1997	United Kingdom	User Terminal Position Determining System
DBSD Services Limited	2,325,115 March 25, 1997	United Kingdom	Satellite Communications Terminal Location Method
DBSD Services Limited	0827288 March 4, 1998	France	Earth Station and User Terminal Access Control System for Satellite Communications
DBSD Services Limited	0827288 March 4, 1998	Germany	Earth Station and User Terminal Access Control System for Satellite Communications
DBSD Services Limited	0868036 March 17, 1998	Finland	Satellite Communications Terminal Location System and Method
DBSD Services Limited	0868036 March 17, 1998	France	Satellite Communications Terminal Location System and Method
DBSD Services Limited	0868036 March 17, 1998	Germany	Satellite Communications Terminal Location System and Method

DBSD Services Limited	0868036 March 17, 1998	The Netherlands	Satellite Communications Terminal Location System and Method
DBSD Services Limited	0868036 March 17, 1998	Sweden	Satellite Communications Terminal Location System and Method
DBSD Services Limited	0868036 March 17, 1998	United Kingdom	Satellite Communications Terminal Location System and Method
DBSD Services Limited	0996242 October 23, 1998	United Kingdom	Random Access in TOMA Mobile Telephone System
DBSD Services Limited	1,033,830 March 4, 1999	United Kingdom	Neighboring Cell List Generation in a Mobile Satellite Communication System
DBSD Services Limited	1,231,723 February 12, 2001	France	Dual Mode Terrestrial Satellite Mobile Communications Apparatus and Method
DBSD Services Limited	1,231,723 February 12, 2001	Germany	Dual Mode Terrestrial Satellite Mobile Communications Apparatus and Method
DBSD Services Limited	1,231,723 February 12, 2001	United Kingdom	Dual Mode Terrestrial Satellite Mobile Communications Apparatus and Method
DBSD Services Limited	200228208 February 4, 2002	Australia	Communications Apparatus and Method
DBSD Services Limited	005472 February 4, 2002	Armenia	Communications Apparatus and Method
DBSD Services Limited	005472 February 4, 2002	Azerbaijan	Communications Apparatus and Method
DBSD Services Limited	005472 February 4, 2002	Belarus	Communications Apparatus and Method
DBSD Services Limited	005472 February 4, 2002	Kazakhstan	Communications Apparatus and Method
DBSD Services Limited	005472 February 4, 2002	Kyrgyz Republic	Communications Apparatus and Method
DBSD Services Limited	005472 February 4, 2002	Moldova	Communications Apparatus and Method
DBSD Services Limited	005472 February 4, 2002	Russia Federation	Communications Apparatus and Method
DBSD Services Limited	005472 February 4, 2002	Tajikistan	Communications Apparatus and Method
DBSD Services Limited	005472 February 4, 2002	Turkmenistan	Communications Apparatus and Method

	2002		
DBSD Services Limited	196727 February 4, 2002	India	Communications Apparatus and Method
DBSD Services Limited	2003/7062 February 4, 2002	South Africa	Communications Apparatus and Method
DBSD Services Limited	1569363 June 7, 2005	Finland	Mobile Communications Apparatus and Method in a Dual Terrestrial Satellite Mode
DBSD Services Limited	1569363 June 7, 2005	France	Mobile Communications Apparatus and Method in a Dual Terrestrial Satellite Mode
DBSD Services Limited	1569363 June 7, 2005	Germany	Mobile Communications Apparatus and Method in a Dual Terrestrial Satellite Mode
DBSD Services Limited	1569363 June 7, 2005	The Netherlands	Mobile Communications Apparatus and Method in a Dual Terrestrial Satellite Mode
DBSD Services Limited	1569363 June 7, 2005	Sweden	Mobile Communications Apparatus and Method in a Dual Terrestrial Satellite Mode
DBSD Services Limited	1569363 June 7, 2005	United Kingdom	Mobile Communications Apparatus and Method in a Dual Terrestrial Satellite Mode

Applications:

OWNER	PATENT NUMBER/ DATE OF FILING	COUNTRY/STATE	DESCRIPTION
DBSD Services Limited	2,440,609 February 4, 2002	Canada	Communications Apparatus and Method

TRADEMARKS:

OWNER	COUNTRY	APPLICATION/ REGISTRATION NO.	CLASS	MARK
ICO Services Limited	European Union	Registration No. 590703	9 and 38	