

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings ⇨⇨⇨

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

INFOCROSSING SOUTHEAST, INC.

- Individual(s)
- General Partnership
- Corporation-State GA
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 07/29/2004

2. Name and address of receiving party(ies)

Name: CAPITALSOURCE FINANCE LLC, AS AGENT

Internal Address: 12TH FLOOR

Street Address: 4445 WILLARD AVENUE

City: CHEVY CHASE State: MD Zip: 20815

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other a Delaware limited liability company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) n.a.

B. Trademark Registration No.(s) 2,435,454

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: _____

Internal Address: _____

Attn: Penelope J.A. Agodoa
Federal Research Company, LLC
1030 15th Street, NW, Suite 920
Washington, DC 20005
202.783.2700

City: _____ State: _____ Zip: _____

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-3155

DO NOT USE THIS SPACE

9. Signature.

Penelope S. Johnson
Name of Person Signing

Penelope S. Johnson
Signature

07/30/2004
Date

Total number of pages including cover sheet, attachments, and document:

4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

CH \$40.00 603166 2435454

**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Guaranty and Security Agreement dated as of July 29, 2004 (the "**Agreement**") by and among Infocrossing Southeast, Inc., a Georgia corporation formerly known as Amquest, Inc. (the "**Obligor**"), certain of Obligor's affiliates and CapitalSource Finance LLC, as Agent (the "**Agent**") for the Lenders referenced therein (the "**Lenders**"), the Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
2,435,454	Amquest	03/13/01

Trademark Applications


<u>Trademark Applications No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Applications</u>
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NONE

The Obligor and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

INFCROSSING SOUTHEAST, INC., a
Georgia corporation formerly known as
AmQUEST, Inc.

By: 
Name: NICHOLAS J. LETIZIA
Title: SECRETARY

Acknowledged and Accepted:

CAPITALSOURCE FINANCE LLC, as Agent

By: _____
Name: _____
Title: _____

Notice of Grant of Security Interest -
Southeast

TRADEMARK
REEL: 002924 FRAME: 0598

Very truly yours,

INFOCROSSING SOUTHEAST, INC., a
Georgia corporation formerly known as
Amquest, Inc.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

CAPITALSOURCE FINANCE LLC, as Agent

By: _____
Name: **Steven A. Muscles**
Title: **Senior Vice President**

Notice of Grant of Security Interest –
Southeast

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