

2-18-05

03-03-2005

RE



102952290

To the Director of the U.S. Patent and Trade

...the attached documents or the new address(es) below.

<p>1. Name of conveying party(ies)/Execution Date(s): Stratos Wireless Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-Country - Canada <input type="checkbox"/> Other _____ Citizenship (see guidelines) _____ Execution Date(s) <u>December 31, 2004</u> Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) <input type="checkbox"/> Yes Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> No</p> <p>Name: <u>Royal Bank of Canada</u> Internal _____ Address: _____ Street Address: <u>200 Bay Street, Royal Bank Plaza</u> City: <u>Toronto</u> State: <u>Ontario</u> Country: <u>Canada</u> Zip: <u>M5J 2W7</u></p> <p><input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input type="checkbox"/> Corporation Citizenship _____ <input checked="" type="checkbox"/> Other - <u>Collateral Agent</u> Citizenship: _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)</p>
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<p>4. Application number(s) or registration number(s) and identification or description of the Trademark.</p> <p>A. Trademark Application No.(s) Please see attached Schedule A</p>		<p>B. Trademark Registration No.(s) Please see attached Schedule A</p>
		<p>Additional sheet(s) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

<p>5. Name & address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Elizabeth A. Nunn/ White & Case LLP</u> Internal Address: _____ Street Address: <u>1155 Avenue of the Americas</u> City: <u>New York</u> State: <u>New York</u> Zip: <u>10036</u> Phone Number: <u>212 819-8928</u> Fax Number: <u>212 354-8113</u> Email Address: <u>enunn@whitecase.com</u></p>	<p>6. Total number of applications and registrations involved: 13</p> <p>7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 340.00</p> <p><input type="checkbox"/> Authorized to be charged by credit card <input type="checkbox"/> Authorized to be charged to deposit account <input checked="" type="checkbox"/> Enclosed</p> <p>8. Payment Information:</p> <p>a. Credit Card Last 4 Numbers _____ Expiration Date _____</p> <p>b. Deposit Account Number <u>23-1705</u> (in case of deficiency) Authorized User Name _____</p>
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<p>9. Signature: <u>Elizabeth A. Nunn</u> Signature</p> <p>Elizabeth A. Nunn Name of Person Signing</p>	<p><u>January 11, 2005</u> Date</p> <p>Total number of pages including cover sheet, attachments, and document: <u>7</u></p>
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Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria VA 22313-1450

03/02/2005 DBYRNE 00000128 2172741

01 FC:8521 40.00 DP
02 FC:8522 300.00 DP

1/11/2005 12:45 PM (2K)
NEWYORK 4584322 v1 [4584322_1.DOC]

TRADEMARK
REEL: 003130 FRAME: 0545

Registered Trademarks

AGENT 13	UNITED STATES	2,172,741	07-14-98
BEYOND THE HORIZON	UNITED STATES	2,717,321	05-20-03
FLEET CHAT	UNITED STATES	76/447,485	08-08-02
STRATOS	UNITED STATES	2,098,118	09-16-97
STRATOS and Design	UNITED STATES	76/572,276	01-28-04
STRATOS FLEET CHAT	UNITED STATES	76/447,484	08-08-02
STRATOSITEK	UNITED STATES	76/562,608	11-26-03
STRATOSNET	UNITED STATES	2,630,324	10-08-02
STRATOSNEXUS	UNITED STATES	2,856,512	06-22-04
STRATOS MOBILE NETWORKS	UNITED STATES	2,190,619	09-22-98
STRATOS MOBILE NETWORKS & Design	UNITED STATES	2,190,780	09-22-98
STRATOPHONE	UNITED STATES	2,183,975	08-25-98
STRATOPHONE PERSONAL SATELLITE SERVICE	UNITED STATES	2,215,871	01-05-99

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Stratos Wireless Inc., a Canadian Corporation (the "Grantor") with principal offices at c/o Stratos Global Corporation, Suite 3600, 40 King Street West, Toronto, Ontario, M5H 3Y2, hereby grants to Royal Bank of Canada, as Agent, with principal offices at 200 Bay Street, Royal Bank Plaza, Toronto, Ontario M5J 2W7 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

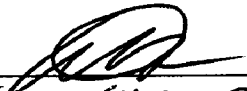
THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Guarantee among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of December 31, 2000 (as amended, modified, restated and/or supplemented from time to time, the "Guarantee").

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Guarantee. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Guarantee, 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, the provisions of the Guarantee shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

31st day of December, 2004.

STRATOS WIRELESS INC., as Grantor

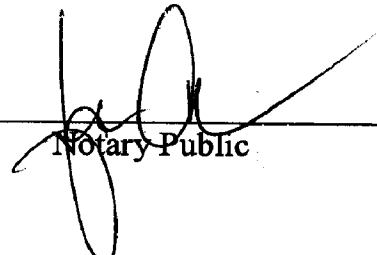
By 
Name: *William Holden*
Title: *TREASURER*

ROYAL BANK OF CANADA, as Agent
and Grantee

By 
Name: Ann Hurley
Title: Assistant Manager, Agency

STATE OF)
) ss.:
COUNTY OF)

On this 29th day of December, 2004, before me personally came Ann Hurley who, being by me duly sworn, did state as follows: that he/she is a Assistant Manager, Agency of Royal Bank of Canada, that he/she is authorized to execute the foregoing Grant on behalf of said Corporation and that he/she did so by authority of the Board of Directors of said Corporation.



Notary Public

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