

Form PTO-1594 (Rev. 03/05)
OMB Collection 0651-0027 (exp. 6/30/2005)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

InterSearch Group, Inc.

- Individual(s)
- General Partnership
- Corporation- State: Florida
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) July 21, 2006

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Capital South Partners Fund II Limited Partnership

Internal

Address: _____

Street Address: 1011 East Morehead Street-Suite 150

City: Charlotte

State: North Carolina

Country: USA Zip: 28204

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship North Carolina
- Corporation Citizenship _____
- Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1125849; 2346993; 2531787

Additional sheet(s) attached? Yes No

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

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

Name: Frances M. Thackston

Internal Address: _____

Street Address: 101 N. Tryon Street, Suite 1900

City: Charlotte

State: North Carolina Zip: 28246

Phone Number: 704-377-8193

Fax Number: 704-339-3493

Email Address: fthackston@rbh.com

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 90.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 5605
Expiration Date 09/07

b. Deposit Account Number _____
Authorized User Name _____

9. Signature: Frances M. Thackston

Signature

October 27, 2006

Date

Frances M. Thackston

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

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 22304-1450

TRADEMARK

OP \$90.00 1125849

**ASSIGNMENT AND GRANT OF SECURITY INTEREST
IN PATENTS AND TRADEMARKS**

WHEREAS, InterSearch Group, Inc. (the "Pledgor") is the owner of the trademarks and service marks listed on Schedule A attached hereto, which marks are registered or have pending registrations in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such trademarks, service marks, registrations and applications, collectively, the "Trademarks") and is the owner of the patents listed on Schedule A attached hereto, which patents are registered or have pending applications in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such patents, registrations and applications, collectively, the "Patents"); and

WHEREAS, the Pledgor has entered into a Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of July 21, 2006, in which the Pledgor has agreed with **CAPITAL SOUTH PARTNERS FUND II LIMITED PARTNERSHIP**, as Collateral Agent (the "Collateral Agent"), with offices at 1011 East Morehead Street, Suite 150, Charlotte, North Carolina 28204, to execute this Assignment;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby assign and grant to the Collateral Agent a security interest in all of its right, title and interest in and to the Trademarks and the Patents, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks and the Patents. This Assignment has been given in conjunction with the assignment and security interest granted to the Collateral Agent under the Security Agreement, and the provisions of this Assignment are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

[Remainder of page intentionally left blank]

INTERSEARCH GROUP, INC.

By: *Daniel M. O'Donnell*
Name: Daniel M. O'Donnell
Title: President and CEO

State of California

County of _____

Before me appeared DANIEL M. O'DONNELL, the person who signed this instrument, who acknowledged that he signed it as a free act on his own behalf or on behalf of the identified corporation.

This ____ day of July, 2006.

Notary Public

(Seal)

My Commission Expires: _____

SIGNATURE PAGE TO ASSIGNMENT AND GRANT OF SECURITY INTEREST IN PATENTS AND TRADEMARKS

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

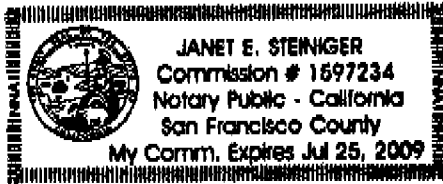
County of San Francisco } ss.

On July 20, 2006, before me, Janet E. Steiniger, Notary Public
Date Name and Title of Officer (e.g., "Jané Doe, Notary Public")

personally appeared Daniel M. O'Donnell
Name(s) of Signer(s)

personally known to me

proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Place Notary Seal Above

Janet E. Steiniger
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Contract

Document Date: no date Number of Pages: _____

Signer(s) Other Than Named Above: no other signers

Capacity(ies) Claimed by Signer(s)

Signer's Name: Daniel M. O'Donnell

- Individual
- Corporate Officer — Title(s): President and CEO
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

Signer Is Representing: InterSearch Group, Inc.

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

Signer Is Representing: _____

**Schedule A
TRADEMARKS**

Filing date: March 6, 1978
Registration date: October 9, 1979
Serial Number: 73160959
Registration Number: 1523849

Filing date: April 9, 1999
Registration date: May 2, 2000
Serial Number: 75679742
Registration Number: 240903

Filing date: November 6, 2000
Registration date: January 22, 2003
Serial Number: 76159800
Registration Number: 2531783