

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
ROI Development, Corp.		05/22/2007	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	Harbert Mezzanine Partners II SBIC, L.P., as Collateral Agent		
Street Address:	One Riverchase Parkway South		
City:	Birmingham		
State/Country:	ALABAMA		
Postal Code:	35244		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
Property Type	Number	Word Mark	
Registration Number:	3017044	NEWMAR	
Registration Number:	1326645	NEWMAR	
Registration Number:	1142281	NEWMAR	
Registration Number:	1399240	RAILFAST	
Registration Number:	1567018	THRU-DEX	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(919)416-8363		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	9192868041		
Email:	pto_tmconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	020160.8NTR0IDEVELOPMJES		

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NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	06/14/2007
Total Attachments: 4 source=NGSI-T ROI Development Corp#page1.tif source=NGSI-T ROI Development Corp#page2.tif source=NGSI-T ROI Development Corp#page3.tif source=NGSI-T ROI Development Corp#page4.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:


Please be advised that pursuant to the Security and Pledge Agreement dated as of May 22, 2007 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") the Lenders from time to time party thereto and Harbert Mezzanine Partners II SBIC, L.P., a Delaware limited partnership, as collateral agent (the "Collateral Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 hereto to the Collateral Agent for the ratable benefit of the holders of the Secured Obligations.

The Grantors and the Collateral Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications shown on Schedule 1 hereto (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.

[Remainder of page intentionally left blank – Signature page to follow]

Very truly yours,

**ROI DEVELOPMENT CORP.,**  
a Delaware corporation

By:   
Name: Jeff Baker  
Title: Vice President

Notice of Grant of Security Interest in Trademarks  
Signature Page

**TRADEMARK**  
**REEL: 003561 FRAME: 0222**

Acknowledged and Accepted:

HARBERT MEZZANINE PARTNERS II SBIC, L.P., a Delaware limited partnership as Collateral Agent

By: HMP II SBIC GP, LLC, its General Partner

By: Harbert Mezzanine Partners II GP, LLC, its Sole Manager

By: Harbert Mezzanine Manager II, Inc., its Sole Manager

By:

Name: Robert A. Bourquin

Title: Vice President

**ROI DEVELOPMENT CORP.**  
(a Delaware corporation)

U.S. Trademark

Registered Mark Application

<b>Mark</b>	<b>Reg. No./ Serial No.</b>	<b>Reg. Date/ App. Date</b>
Newmar (stylized words)	3,017,044 76/610,175	11/22/2005 09/01/2004
Newmar	1,326,645 73/458,707	03/26/1985 12/27/1983
Newmar	1,142,281 73/123,930	12/09/1980 04/25/1977
Railfast	1,399,240 73/557,223	07/01/1986 09/09/1985
Thru-Dex	1,567,018 73/784,913	11/21/1989 03/06/1989