

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|---|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Release of Security Interest in Intellectual Property |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--------------------------|----------|----------------|-------------------------------------|
| TCP Agency Services, LLC | | 07/31/2007 | LIMITED LIABILITY COMPANY: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|----------------------------------|
| Name: | Business Telecom, Inc. |
| Street Address: | 7037 Old Madison Pike, Suite 400 |
| City: | Huntsville |
| State/Country: | ALABAMA |
| Postal Code: | 35806 |
| Entity Type: | CORPORATION: NORTH CAROLINA |

PROPERTY NUMBERS Total: 22

| Property Type | Number | Word Mark |
|----------------------|---------|---------------------------------|
| Registration Number: | 2071650 | DELTACOM |
| Registration Number: | 2071715 | DELTACOM |
| Registration Number: | 2405331 | ITC^DELTACOM |
| Registration Number: | 2405335 | ITC^DELTACOM |
| Registration Number: | 2407859 | ITC DELTACOM |
| Registration Number: | 2407860 | ITC DELTACOM |
| Registration Number: | 2528538 | E^DELTACOM |
| Registration Number: | 2900348 | EVERYBODY'S TALKING |
| Registration Number: | 2427897 | BTI |
| Registration Number: | 2461862 | BTI TELECOMMUNICATIONS SERVICES |
| Registration Number: | 2426407 | BTINET |
| Registration Number: | 2429877 | D.S. LYNX |
| Registration Number: | 2533513 | D.S.LYNX |
| Registration Number: | 2577608 | INVOICE ONLINE |

CH \$565.00 2071650

| | | |
|----------------------|----------|----------------------------|
| Registration Number: | 2563320 | MAX COMMERCE |
| Registration Number: | 2561449 | MAX COMMERCE A BTI COMPANY |
| Registration Number: | 2711255 | SIMPLICI-T |
| Registration Number: | 2581457 | THE FASTEST CAT ON THE NET |
| Registration Number: | 2874175 | VOICEPACK |
| Serial Number: | 76010576 | E^COM |
| Serial Number: | 76488925 | TELECOM SIMPLIFIED |
| Serial Number: | 76614474 | THINK OUTSIDE THE BELL |

CORRESPONDENCE DATA

Fax Number: (917)777-2432
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212 735 2432
Email: mfagin@skadden.com
Correspondent Name: Matthew Fagin
Address Line 1: 4 Times Square
Address Line 4: New York, NEW YORK 10036

| | |
|-------------------------|-----------------|
| ATTORNEY DOCKET NUMBER: | 091450/2 |
| NAME OF SUBMITTER: | Matthew Fagin |
| Signature: | /Matthew Fagin/ |
| Date: | 07/31/2007 |

Total Attachments: 8
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RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

This RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY ("Release") is given as of this 31st day of July, 2007, by TCP AGENCY SERVICES, LLC, a Delaware limited liability company located at 2951 28th Street, Suite 1000, Santa Monica, CA 90405, in its capacity as Collateral Agent for the Secured Parties (together with its successors in such capacities, the "Assignor"), in favor of BUSINESS TELECOM, INC., a North Carolina corporation, located at 7037 Old Madison Pike, Suite 400 Huntsville, Alabama 35806, in its capacity as Obligor and Subsidiary Guarantor, (together, "Assignee").

Capitalized terms used in this Release, but not defined herein, shall have the respective meanings ascribed to them in the Intellectual Property Security Agreement or Security Agreement referred to below, as applicable.

WHEREAS, Assignor and other Obligors and Assignee entered into that certain Amended and Restated Security Agreement, dated as of July 26, 2005 (as at any time amended, the "Security Agreement"), and Assignor and other Obligors and Assignee entered into a Intellectual Property Security Agreement, dated as of July 26, 2005 (as at any time amended, the "Intellectual Property Security Agreement");

WHEREAS, the Intellectual Property Security Agreement was recorded with the U.S. Patent and Trademark Office on August 2, 2005, at Reel 3132/Frame 0634;

WHEREAS, pursuant to the Security Agreement and the Intellectual Property Security Agreement, Assignee granted to Assignor, for the benefit of the Secured Parties, a security interest in all of Assignee's right, title and interest in, to and under the Copyright Collateral, the Patent Collateral and the Trademark Collateral listed on Exhibit A hereto, in each case, whether then existing or thereafter created or acquired;

WHEREAS, the Parties desire that Assignor terminate and release its security interest in the Copyright Collateral, Patent Collateral, and Trademark Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

Assignor hereby terminates and releases its continuing security interest in all right, title and interest in the Copyright Collateral, Patent Collateral, and Trademark Collateral, and reassigns any and all interest that it may have therein to Assignee.

Assignor hereby authorizes Assignee or Assignee's authorized representative to (i) record this Release with the United States Patent and Trademark Office, (ii) file UCC Financing Statement Amendments with the applicable filing office in order to memorialize the release of any security interest of Assignor in the Trademark Collateral, and/or (iii) otherwise file this Release.

[SIGNATURE PAGE FOLLOWS]

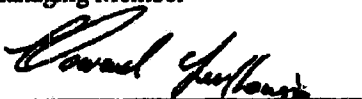
IN WITNESS WHEREOF, Assignor has caused this RELEASE OF SECURITY INTEREST IN TRADEMARKS to be executed and delivered by its officer thereunto duly authorized as of the date above first written.

ASSIGNOR:

TCP AGENCY SERVICES, LLC

By: Tennenbaum Capital Partners, LLC

Its: Managing Member

By: 

Name: HOWARD LEVKOWITZ

Title: MANAGING PARTNER

[Signature Page to Release of Security Interest]

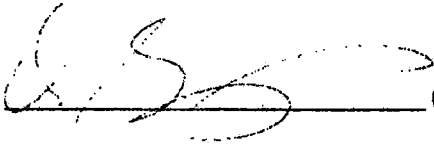
CERTIFICATE OF ACKNOWLEDGEMENT

State of California)
County of Los Angeles)

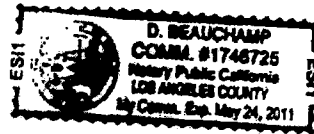
On July 30, 2007 before me, D. Beauchamp, Notary Public personally appeared Howard M. Levkowitz personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument are the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature



(Seal)



**EXHIBIT A TO RELEASE OF SECURITY INTEREST IN INTELLECTUAL
PROPERTY**

SCHEDULE 1

COPYRIGHT COLLATERAL

| <u>Author/Claimant</u> | <u>Title</u> | <u>Registration Number</u> | <u>Date Created Published Registration</u> |
|---|---|--------------------------------|--|
| Interstate FiberNet, Inc. * Acquired by merger with AvData Systems in 1999 | ADVANCED wireless solutions | TX4680412 | 1997 03/01/1997 06/09/1997 |
| Interstate FiberNet, Inc. * Acquired by merger with AvData Systems in 1999 | Advanced enterprise solutions: AvData's levels of network management services. | TX4643784 | 1997 07/01/1997 07/21/1997 |
| Interstate FiberNet, Inc. * Acquired by merger with AvData Systems in 1999 | Frame relay: Know the right questions before making the investment. | TX4583918 | 1997 03/01/1997 06/09/1997 |
| Interstate FiberNet, Inc. * Acquired by merger with AvData Systems in 1999 | The NPCS Network Challenge | TX4601538 | 1997 02/01/1997 06/09/1997 |

SCHEDULE 2

PATENT COLLATERAL

NONE

SCHEDULE 3

TRADEMARK COLLATERAL

| OWNER | Trademark (all U.S.) | Reg. No. / Serial No. | Registration Date/ Filing Date | Date Affidavit of Use and/or Renewal is Due; whether the Affidavit of Use and/or Renewal has been filed |
|---------------------------------------|---|----------------------------------|---|--|
| ITC^DeltaCom, Inc. | DELTACOM (Classes 38 and 42) | 2,071,650 | 06/17/1997 | Renewal and Affidavit of Use due 06/17/2007. |
| ITC^DeltaCom, Inc. | DELTACOM (& Design) (Classes 38 and 42) | 2,071,715 | 06/17/1997 | Renewal and Affidavit of Use due 06/17/2007. |
| ITC^DeltaCom, Inc. | ITC^DELTACOM (Class 38) | 2,405,331 | 11/21/2000 | Affidavit of Use due 11/21/06; Renewal and Affidavit of Use due 11/21/10. |
| ITC^DeltaCom, Inc. | ITC^DELTACOM (Class 42) | 2,405,335 | 11/21/2000 | Affidavit of Use due 11/21/06; Renewal and Affidavit of Use due 11/21/10. |
| ITC^DeltaCom, Inc. | ITC DELTACOM (& Design) (Class 38) | 2,407,859 | 11/28/2000 | Affidavit of Use due 11/28/06; Renewal and Affidavit of Use due 11/28/10. |
| ITC^DeltaCom, Inc. | ITC DELTACOM (& Design) (Class 42) | 2,407,860 | 11/28/2000 | Affidavit of Use due 11/28/06; Renewal and Affidavit of Use due 11/28/10. |
| ITC^DeltaCom, Inc. | E^COM (Classes 37, 38 and 42) | 76/010,576 | 03/27/2000 | Renewal and Affidavit of Use due 09/8/10. |
| ITC^DeltaCom, Inc. | E^DELTACOM (Classes 37, 38 and 42) | 2,528,538 | 01/08/2002 | Affidavit of Use due 01/08/08; Renewal and Affidavit of Use due 01/08/12. |
| ITC^DeltaCom. Communications, Inc. | EVERYBODY'S TALKING (Class 38) | 2,900,348 | 11/01/2004 | Renewal and Affidavit of use due 05/02/10. |
| ITC^DeltaCom Communications, Inc. | GRAPEVINE (Class 38) | 76/463,744 | 11/01/2002 | Lost on appeal. |
| ITC^DeltaCom Communications, Inc. | GRAPEVINE EVERYBODY'S TALKING (Class 38) | 76/463,530 | 11/01/2002 | Abandoned. |
| Interstate FiberNet, Inc. | SCIENTIFIC TELECOM (& Design) (Classes 37, 38 and 42) | 1,348,561 | 07/09/1985 | Abandoned. |
| Interstate FiberNet, Inc. | AVDATA (Class 37) | 2,158,977 | 05/19/1998 | Abandoned. |
| Interstate FiberNet, Inc. | AVDATA (Class 42) | 2,202,649 | 11/10/1998 | Abandoned. |
| Interstate FiberNet, Inc. | AVDATA (& Design) (Class 37) | 2,160,578 | 05/26/1998 | Abandoned. |

| OWNER | Trademark (all U.S.) | Reg. No. / Serial No. | Registration Date/ Filing Date | <u>Date Affidavit of Use and/or Renewal is Due; whether the Affidavit of Use and/or Renewal has been filed</u> |
|---------------------------|---|----------------------------------|---|--|
| Interstate FiberNet, Inc. | AVDATA (& Design) (Class 42) | 2,203,677 | 11/17/1998 | Abandoned. |
| Business Telecom, Inc. | BTI (& Design) (Classes 36, 38 and 42) | 76/217,203 | 02/27/2001 | Abandoned pursuant to Settlement Agreement with British Telecommunications. |
| Business Telecom, Inc. | BTI (Classes 36, 38 and 42) | 2,427,897 | 02/13/2001 | Affidavit of Use due 02/13/07; Renewal and Affidavit of Use due 02/13/11. |
| Business Telecom, Inc. | BTI TELECOMMUNICATIONS SERVICES (& Design) (Classes 36, 38 and 42) | 2,461,862 | 06/19/2001 | Affidavit of Use due 06/19/07; Renewal and Affidavit of Use due 06/19/11. |
| Business Telecom, Inc. | BTINET (Classes 38 and 42) | 2,426,407 | 02/06/2001 | Affidavit of Use due 02/06/07; Renewal and Affidavit of Use due 02/06/11. Will abandon pursuant to Settlement Agreement with British Telecommunications. |
| Business Telecom, Inc. | BTINET (& Design) (Classes 38 and 42) | 76/135,109 | 09/25/2000 | Abandoned pursuant to Settlement Agreement with British Telecommunications. |
| Business Telecom, Inc. | CLIENTEL (Class 38) | 2,137,742 | 02/17/1998 | Abandoned. |
| Business Telecom, Inc. | D.S. LYNX (& Design) (Class 38) | 2,429,877 | 02/20/2001 | Affidavit of Use due 02/20/07; Renewal and Affidavit of Use due 02/20/11. |
| Business Telecom, Inc. | D.S. LYNX (Class 38) | 2,533,513 | 01/29/2002 | Affidavit of Use due 01/29/08; Renewal and Affidavit of Use due 01/29/12. |
| Business Telecom, Inc. | FAMILY VALUES (Class 38) | 2,134,879 | 02/03/1998 | Abandoned. |
| Business Telecom, Inc. | FOUNDATIONS (Class 38) | 2,137,741 | 02/17/1998 | Abandoned. |
| Business Telecom, Inc. | HOSPITALITY SUITE (Class 38) | 2,134,878 | 02/03/1998 | Abandoned. |
| Business Telecom, Inc. | INVOICE ONLINE (& Design) (Class 36) | 2,577,608 | 06/11/2002 | Affidavit of Use due 06/11/08; Renewal and Affidavit of Use due 06/11/12. |
| Business Telecom, Inc. | MARKET VALUES (Class 38) | 2,134,877 | 02/03/1998 | Abandoned. |

| OWNER | Trademark (all U.S.) | Reg. No. / Serial No. | Registration Date/ Filing Date | <u>Date Affidavit of Use and/or Renewal is Due; whether the Affidavit of Use and/or Renewal has been filed</u> |
|--------------------------------------|---|----------------------------------|---|---|
| Business Telecom, Inc. | MAX COMMERCE (Classes 35 and 42) | 2,563,320 | 04/23/2002 | Affidavit of Use due 04/23/08; Renewal and Affidavit of Use due 04/23/12. |
| Business Telecom, Inc. | MAX COMMERCE A BTI COMPANY (& Design) (Classes 35 and 42) | 2,561,449 | 04/16/2002 | Affidavit of Use due 04/16/08; Renewal and Affidavit of Use due 04/16/12. |
| Business Telecom, Inc. | MEXICO EXPRESO (Class 36) | 2,224,055 | 02/16/1999 | Abandoned. |
| Business Telecom, Inc. | SIMPLICI-T (& Design) (Class 38) | 2,711,255 | 04/29/2003 | Affidavit of Use due 04/29/09; Renewal and Affidavit of Use due 04/29/13. |
| Business Telecom, Inc. | SMARTER.FASTER. BETTER. | 2,134,895 | 02/03/1998 | Abandoned. |
| Business Telecom, Inc. | TELECOM SIMPLIFIED | 76/488,925 | 02/10/2003 | Petition to revive abandoned application filed March 17, 2005. |
| Business Telecom, Inc. | THE FASTEST CAT ON THE NET | 2,581,457 | 06/18/2002 | Affidavit of Use due between 06/18/07 and 06/18/08; Renewal and Affidavit of Use due 06/18/12. |
| Business Telecom, Inc. | US DATACOM (Stylized) | 76/135,122 | 09/25/2000 | Abandoned. |
| Business Telecom, Inc. | VOICEPACK | 2,874,175 | 08/17/2004 | Affidavit of Use due 2/7/10. |
| ITC^DeltaCom Communications, Inc. | THINK OUTSIDE THE BELL | 76614474 | 10/01/04 | Pending. |