

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interests at Reel/Frame 03233/0793 and 03121/0410

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Bank of New York		10/09/2009	BANKING CORPORATION:

RECEIVING PARTY DATA

Name:	Orbimage SI Opco Inc.
Street Address:	21700 ATLANTIC BLVD.
City:	DULLES
State/Country:	VIRGINIA
Postal Code:	20166
Entity Type:	CORPORATION: DELAWARE

Name:	Orbimage Inc.
Street Address:	21700 ATLANTIC BLVD.
City:	DULLES
State/Country:	VIRGINIA
Postal Code:	20166
Entity Type:	CORPORATION: DELAWARE

Name:	Orbimage SI Holdco Inc.
Street Address:	21700 ATLANTIC BLVD.
City:	DULLES
State/Country:	VIRGINIA
Postal Code:	20166
Entity Type:	CORPORATION: DELAWARE

Name:	Orbimage Holdings, Inc.
Street Address:	21700 ATLANTIC BLVD.
City:	DULLES
State/Country:	VIRGINIA
Postal Code:	20166

OP \$165.00 2047487

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**TRADEMARK
 REEL: 004076 FRAME: 0372**

Entity Type: CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2047487	CARTERRA
Registration Number:	2105901	CARTERRA
Registration Number:	2650079	IKONOS
Registration Number:	2039409	ORBIMAGE
Registration Number:	3482049	ROADTRACKER
Registration Number:	2727428	SEE THE POSSIBILITIES

CORRESPONDENCE DATA

Fax Number: (714)755-8290

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: ipdocket@lw.com

Correspondent Name: Latham & Watkins, c/o Julie Dalke

Address Line 1: 650 Town Center Dr, 20th floor

Address Line 2: 029043-0052

Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:

029043-0052

NAME OF SUBMITTER:

Adam Kummins

Signature:

/Adam Kummins/

Date:

10/09/2009

Total Attachments: 3

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS (“Agreement”) dated as of October 9, 2009, from The Bank of New York Mellon (formerly known as The Bank of New York), as Collateral Agent (the “Agent”) for the benefit of the Secured Parties.

WITNESSETH:

WHEREAS, pursuant to the Security Agreement, dated as of June 29, 2005 (the “Security Agreement”), among Orbimage Holdings, Inc., Orbimage SI Holdco Inc., Orbimage SI Opco Inc., the Guarantors from time to time party thereto (each, a “Grantor”, and collectively, the “Grantors”) and the Agent, a security interest (the “Security Interest”) was granted by the Grantors to the Agent in the Trademark Collateral (as hereinafter defined); and

WHEREAS, a short form of the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on July 14, 2005, at Reel 3121 and Frame 0410; and on January 25, 2006, at Reel 3233 and Frame 0793;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Security Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Agreement, the Agent hereby states as follows:

1. Definitions. The term “Trademark Collateral”, as used herein, shall mean all of each Grantor’s right, title and interest of every kind and nature as of the date hereof in the trademark registrations and applications listed on Schedule A hereto.
2. Release of Security Interest. The Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.
3. Further Assurances. The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Agreement by its duly authorized officer as of the date first above written.

The Bank of New York Mellon, as Collateral Agent



By: _____

Name:

CHRISTOPHER GREENE

Title:

VICE PRESIDENT

[Signature Page to Termination and Release of Security Interest in Trademark Rights]

TRADEMARK
REEL: 004076 FRAME: 0375

Schedule A

U.S. Trademark Registrations and Applications

TRADEMARK REGISTRATIONS AND APPLICATIONS

Trademark	Registration / Application No.
ORBIMAGE	2,039,409
SEE THE POSSIBILITIES	2,727,428
IKONOS	2,650,079
CARTERRA	2,105,901
CARTERRA	2,047,487
ROADTRACKER	3,482,049