

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Second Lien Security Agreement

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
ConvergEx Research Solutions LLC		12/17/2010	LIMITED LIABILITY COMPANY: DELAWARE
Eze Castle Software LLC		12/17/2010	LIMITED LIABILITY COMPANY: DELAWARE
BNY ConvergEx Group, LLC		12/17/2010	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Bank of America, N.A., as Collateral Agent
<b>Street Address:</b>	1633 Broadway, 48th Flr
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10019
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 10**

Property Type	Number	Word Mark
Registration Number:	3312339	COMMISSION OPTIMIZER
Registration Number:	2627345	EZE CASTLE
Registration Number:	2694645	HEDGEHUNTER
Registration Number:	2937715	INDEPENDENT RESEARCH MERITOCRACY
Registration Number:	3397048	INTERCOMM
Registration Number:	2548264	JAYWALK
Registration Number:	3633844	MKTS
Registration Number:	3394147	SHAREX
Registration Number:	2726390	TRADERS CONSOLE
Registration Number:	3757943	VORTEX

OP \$265.00 3312339

CORRESPONDENCE DATA

Fax Number: (202)756-9299  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 212-701-3345  
Email: david.adams@thomsonreuters.com  
Correspondent Name: James P Murphy, Legal Assistant  
Address Line 1: 80 Pine St  
Address Line 2: Cahill Gordon & Reindel LLP  
Address Line 4: New York, NEW YORK 10005

NAME OF SUBMITTER:	David Adams
Signature:	/david adams thomsonreuters/
Date:	12/22/2010

Total Attachments: 5  
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## Second Lien Trademark Security Agreement

**Second Lien Trademark Security Agreement**, dated as of December 17, 2010, by BNY CONVERGEX GROUP, LLC, a Delaware limited liability company, CONVERGEX RESEARCH SOLUTIONS LLC, a Delaware limited liability company, and EZE CASTLE SOFTWARE LLC, a Delaware limited liability company, (each individually a “Grantor” and together, the “Grantors”), in favor of BANK OF AMERICA, N.A., in its capacity as collateral agent pursuant to the First Lien Pledge and Security Agreement (in such capacity, the “Collateral Agent”).

### WITNESSETH:

WHEREAS, each Grantor is party to a First Lien Pledge and Security Agreement, dated as of December 17, 2010 (as it may be from time to time amended, restated, modified or supplemented, the “Security Agreement”), in favor of the Collateral Agent pursuant to which such Grantor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the First Lien Credit and Guaranty Agreement, each Grantor hereby agrees with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. Each Grantor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following pledged Collateral of such Grantor:

- (a) Trademarks of such Grantor listed on Schedule I attached hereto;
- (b) all goodwill associated with such Trademarks; and
- (c) all Proceeds of any and all of the foregoing.

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and each Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

SECTION 4. Termination. Upon the termination of the Security Agreement in accordance with its terms, the Collateral Agent shall execute, acknowledge, and deliver to each Grantor an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Trademark Security Agreement.

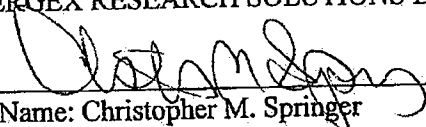
SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

[signature page follows]

IN WITNESS WHEREOF, each Grantor has caused this Second Lien Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

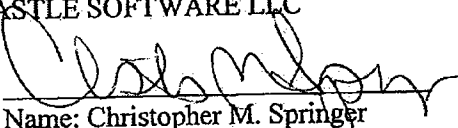
CONVERGEX RESEARCH SOLUTIONS LLC

By:

  
Name: Christopher M. Springer  
Title: Chief Financial Officer

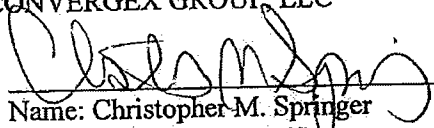
EZE CASTLE SOFTWARE LLC

By:

  
Name: Christopher M. Springer  
Title: Chief Financial Officer

BNY CONVERGEX GROUP, LLC

By:

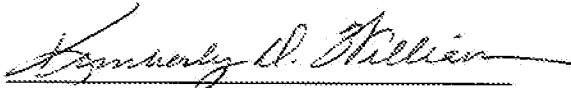
  
Name: Christopher M. Springer  
Title: Chief Financial Officer

*[Signature Page to Second Lien Trademark Security Agreement]*

**TRADEMARK**  
**REEL: 004439 FRAME: 0077**

Accepted and Agreed:

BANK OF AMERICA, N.A.,  
as Collateral Agent

By: 

Name: Kimberly D. Williams  
Title: Vice President

*[Signature Page to Second Lien Trademark Security Agreement]*

**TRADEMARK**  
**REEL: 004439 FRAME: 0078**

SCHEDULE I  
to  
TRADEMARK SECURITY AGREEMENT  
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

**UNITED STATES TRADEMARKS:**

Registrations:

OWNER	REGISTRATION NUMBER	TRADEMARK
Eze Castle Software LLC	3,312,339	Commission Optimizer
Eze Castle Software LLC	2,627,345	Eze Castle
Eze Castle Software LLC	2,694,645	Hedgehunter
ConvergEx Research Solutions LLC	2,937,715	Independent Research Meritocracy
BNY ConvergEx Group, LLC	3,397,048	InterComm
ConvergEx Research Solutions LLC	2,548,264	Jaywalk
BNY ConvergEx Group, LLC	3,633,844	MKTS (stylized)
BNY ConvergEx Group, LLC	3,394,147	SHAREX
Eze Castle Software LLC	2,726,390	Traders Console
BNY ConvergEx Group, LLC	3,757,943	Vortex

Applications:

None