

09-04-1998



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,950,664"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:


Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.


Name of Person Signing


Signature

Date Signed

SERVICE MARK ASSIGNMENT

WHEREAS, U.S. ONLINE COMMUNICATIONS L.L.C., a Washington limited liability company formerly known as Communications Access L.L.C. (the "ASSIGNOR"), is the owner of the registered United States Service Mark, Registration No. 1,950,664 for the mark "U.S. ONLINE";

AND WHEREAS, U.S. ONLINE COMMUNICATIONS, INC., a Delaware corporation having a business address of 1300 Metric Boulevard, Austin, Texas 78758 (the "ASSIGNEE") is desirous of acquiring the entire right and title to and interest in said mark "U.S. ONLINE";

NOW THEREFORE, for sufficient, good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby sell, assign, and transfer unto ASSIGNEE its entire right and title to and interest in said mark, including that part of the goodwill of the business connected with the use of and symbolized by the mark, and further including the right to apply for trademark and service mark registrations thereon in foreign countries, said mark to be held and enjoyed by ASSIGNEE as entirely as the same would have been held by ASSIGNOR had this sale, assignment, and transfer not been made; and ASSIGNOR does hereby further agree and promise to execute all instruments and render all such assistance as ASSIGNEE may reasonably request in order to (i) make and prosecute any and all applications on said mark, (ii) enforce any and all trademark and service mark registrations on said mark, and (iii) confirm in ASSIGNEE legal title to said mark and all applications and trademark and service mark registrations on said mark, all without charge to ASSIGNEE but at no expense to ASSIGNOR.

Executed at Seattle, Washington this 21st day of July, 1998.

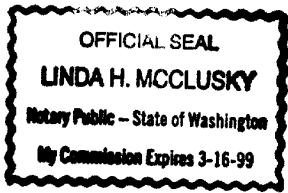
U.S. ONLINE COMMUNICATIONS, L.L.C.,
a Washington limited liability company

By: John M. Orehek
John M. Orehek, Manager

STATE OF WASHINGTON)
)ss.
COUNTY OF KING)

On this 21ST day of July, 1998, before me, a Notary Public in and for the State of Washington, personally appeared John M. Orehek, known to me to be a Manager of the company that executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said company for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument and that the seal affixed thereto is the corporate seal of said corporation.

WITNESS my hand and the official seal affixed the day and year first above written.



Linda H. McClusky
Notary Public
Residing at: Seattle, Washington
My commission expires: March 16, 1999