

FORM PTO-1618A

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5.6.99

U.S. Department of Commerce

Patent and Trademark Office

TRADEMARK

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 Document ID #
- Correction of PTO Error
Reel # Frame #
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Reel # Frame #

Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Name Voyager Online LLC

Formerly

Execution Date
Month Day Year
04 20 1999

- Individual General Partnership Limited Partnership Corporation Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization Tennessee

Receiving Party

Mark if additional names of receiving attached

Name Duro Communications, Inc.

DBA/AKA/TA

05-18-1999

Composed of

Address (line 1) 100 Fifth Street

Address (line 2)

Address (line 3) Corinth
City

MS
State/Country

38834
Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Delaware

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.)

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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

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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 (617) 570-1292

Name Miriam J. Rovner
Address (line 1) Goodwin, Procter & Hoar LLP
Address (line 2) Exchange Place
Address (line 3) 53 State Street
Address (line 4) Boston, MA 02109-2881

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

3

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)

2,118,850

Number of Properties

Enter the total number of properties involved

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 40.00

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:

07-1700

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.

Kimberly B. Herman

Name and Person Signing

Kimberly B. Herman
Signature

5/5/99

Date Signed

Exhibit A

Common law Trademarks

None.

Service Mark Registrations

Mark: Voyager Online

File Date: February 5, 1996

Reg. No.: 2,118,850

Reg. Date: December 9, 1997

Trademark Registrations

None.

Service Mark Applications

None.

Trademark Applications

None.

ASSIGNMENT OF MARKS

WHEREAS, DURO Communications, Inc., a Delaware corporation ("Assignee"), is desirous of acquiring all right, title and interest in and to the common law trademarks, service marks and trademark and service mark registrations and applications identified in Exhibit A attached hereto, including all common law and statutory trademark rights related to the trademarks and service marks represented by said registrations or applications, or common law uses, together with all goodwill symbolized thereby and connected therewith (collectively, the "Marks"); and

WHEREAS, Voyager Online, LLC, a Tennessee limited liability company ("Assignor"), owns said Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto Assignee all rights, title and interests in and to the Marks, in the United States of America and its territories and in all foreign countries, and all rights of registration, maintenance, renewal and protection and enforcement of said Trademarks in any form, and including, but not limited to, the right to sue and recover for past infringements thereof and any and all claims with respect to any of the foregoing.

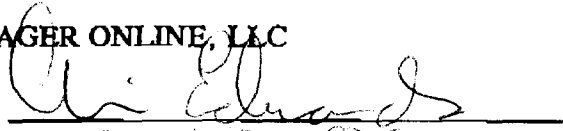
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Execution Copy

IN WITNESS WHEREOF, Assignor has duly executed this Assignment of Patents and Marks on this 20th day of April, 1999.

VOYAGER ONLINE, LLC

By:



Name: Charles Edwards

Title: President

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