



06-21-1999

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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #47



WRD
6-21-99

REC... 101080951
FORM COVER SHEET
TRADEMARKS ONLY

D

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

Change of Name

Other

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

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)

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

6/30/1999 DNGUYEN 00000112 033412 1863325

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 125.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK

REEL: 001921 FRAME: 0754

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)

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.

Kathleen T. Gallagher-Duff Kathleen T. Gallagher-Duff June 21, 1999
Name of Person Signing Signature Date Signed

ASSIGNMENT OF MARKS

WHEREAS, B-Side Carriers, L.P., a Delaware limited partnership ("Assignor"), is the owner of the trade name, marks and the registrations and applications thereof listed on Schedule A attached hereto (the "Trademarks"); and

WHEREAS, GTE Wireless Service Corporation, a Delaware corporation located and doing business at One GTE Place, Alphretta, Georgia 30004-8511 ("Assignee"), is desirous of acquiring Assignor's rights in the Trademarks, together with the good will of the business symbolized by the Trademarks, and the right to recover damages for any past and future acts of infringement:

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby transfer and assign to Assignee all of Assignor's right, title and interest in and to the Trademarks, together with the good will of the business symbolized by the Trademarks, and the right to recover damages for any past and future acts of infringement.

Assignor agrees to take all such further actions, and to execute any and all such further documents and instruments, as may be necessary or desirable to confirm the assignment executed hereby.

This **ASSIGNMENT OF MARKS** is effective as of the date of signing of the last of the parties to sign below.

B-SIDE CARRIERS, L.P.

By: B-Side L.L.C.
its General Partner

By: *Charles Labarge*
Charles Labarge
Chairman

Dated: April 19, 1999

GTE WIRELESS SERVICE CORPORATION

By: _____
Name: _____
Title: _____

Dated: _____

I hereby certify that the foregoing documents and attachments and the accompanying fee are being deposited with the United States Postal Service via EXPRESS MAIL Post Office to Addressee addressed to: Box: Assignments - Fee, The Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513, on this 21st day of June, 1999.

EXPRESS MAIL NO.: EL1948700061US

By: *Cheryl L. Fountain*

ASSIGNMENT OF MARKS

WHEREAS, B-Side Carriers, L.P., a Delaware limited partnership ("Assignor"), is the owner of the trade name, marks and the registrations and applications thereof listed on Schedule A attached hereto (the "Trademarks"); and

WHEREAS, GTE Wireless Service Corporation, a Delaware corporation located and doing business at One GTE Place, Alphretta, Georgia 30004-8511 ("Assignee"), is desirous of acquiring Assignor's rights in the Trademarks, together with the good will of the business symbolized by the Trademarks, and the right to recover damages for any past and future acts of infringement:

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby transfer and assign to Assignee all of Assignor's right, title and interest in and to the Trademarks, together with the good will of the business symbolized by the Trademarks, and the right to recover damages for any past and future acts of infringement.

Assignor agrees to take all such further actions, and to execute any and all such further documents and instruments, as may be necessary or desirable to confirm the assignment executed hereby.

This **ASSIGNMENT OF MARKS** is effective as of the date of signing of the last of the parties to sign below.

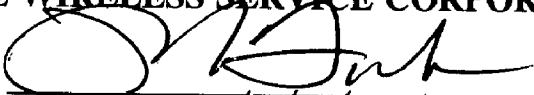

B-SIDE CARRIERS, L.P.

By: B-Side L.L.C.
its General Partner

By: _____
Charles Labarge
Chairman

Dated: _____

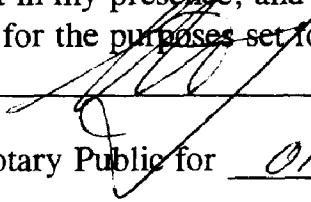
GTE WIRELESS SERVICE CORPORATION

By:  _____
Name: Phil Fabes
Title:  Assistant Vice President
Carrier Relations

Dated: 5/3/99

STATE OF _____)
)ss.
COUNTY OF _____)

On this 9th day of APRIL, 1999, before me personally came the above-named Charles Labarge, Chairman of B-Side, L.L.C., general partner of B-Side Carriers, L.P., and did execute the foregoing instrument in my presence, and did acknowledge to me that he executed the same of his own free will for the purposes set forth.



Notary Public for ONTARIO
My commission expires: N/A

STATE OF _____)
)
COUNTY OF _____)

On this ____ day of _____, 1999, before me personally came the above-named _____, _____ of GTE Wireless Service Corporation, and did execute the foregoing instrument in my presence, and did acknowledge to me that he executed the same of his own free will for the purposes set forth.

Notary Public for _____
My commission expires: _____

SCHEDULE A

I. TRADE NAME AND REGISTRATIONS

MobiLink

<u>STATE</u>	<u>TRADE NAME</u>	<u>REG. NO.</u>
Nebraska	MOBILINK CORPORATION	RN 1272486
Nebraska	MOBILINK L.P.	RN 1255051

II. TRADEMARKS

REGISTRATIONS

<u>COUNTRY/ STATE</u>	<u>MARK</u>	<u>REG. NO.</u>
Brazil	MOBILINK CELLULAR SERVICE & Globe Design	RN 817,674,799
Canada	IT'S SIMPLY THE WAY TO COMMUNICATE	RN 437,963
Canada	MOBILIEN	RN 433,655
Canada	MOBILINK	RN 433,656
Japan	MOBILINK CELLULAR SERVICE & Globe Design	RN 3,240,030
Mexico	CIRCLE DESIGN	RN 491,163
Mexico	CIRCLE DESIGN	RN 488,174
Mexico	IT'S SIMPLY THE WAY TO COMMUNICATE	RN 456,977
Mexico	IT'S SIMPLY THE WAY TO COMMUNICATE	RN 451,590
Mexico	MOBILINK CELLULAR SERVICE & Globe Design	RN 457,598
South Korea	MOBILINK CELLULAR SERVICE & Globe Design	RN 28023
United States	IT'S SIMPLY THE WAY TO COMMUNICATE	RN 1,863,325
United States	MOBILINK	RN 1,863,322
United States	MOBILINK CELLULAR SERVICE and Globe Design	RN 1,900,114

<u>COUNTRY/ STATE</u>	<u>MARK</u>	<u>REG. NO.</u>
United States	MOBILINK IT'S SIMPLY THE WAY TO COMMUNICATE	RN 1,863,326
United States	MOBILINX	RN 1,423,286
United States	MOBILINX	RN 1,422,568
Alabama	MOBILINK	RN 105836
Kansas	MOBILINK	Registered 10/26/93
Wisconsin	MOBILINK	Registered 9/28/93
Wyoming	MOBILINK	RN 285210

PENDING APPLICATIONS

<u>COUNTRY</u>	<u>MARK</u>	<u>APP. NO.</u>	<u>FILED</u>
Mexico	MOBILINK	213278	09/27/94
Venezuela	MOBILINK	12238/98	07/02/98



06-21-1999

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June 21, 1999

BY EXPRESS MAIL

Assignment Division
Box Assignments - Fee
U.S. Patent and Trademark Office
3RD Floor, Crystal Gateway 4
1213 Jefferson Davis Highway
Arlington, VA 22202

Sir:

Enclosed for recordation are the following:

- 1) Recordation Form Cover Sheet
- 2) Assignment of Trademarks from B-Side Carriers L.P. to GTE Wireless Service Corporation.

•The filing fee of \$165.00, and any additional fees that may be required, should be charged to Deposit Account No. 03-3412 of Covington & Burling.

Respectfully submitted,

Cheryl L. Fountain

Cheryl L. Fountain
Trademark Specialist – Legal Assistant

Enclosure

I hereby certify that the foregoing documents and attachments and the accompanying fee are being deposited with the United States Postal Service via EXPRESS MAIL Post Office to Addressee addressed to: Box: Assignments - Fee, The Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513, on this 21st day of June, 1999.

EXPRESS MAIL NO.: EL194870006US

By: *Cheryl L. Fountain*