

03-06-2000

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RECORDATION FORM COVER SHEET
OPR/FINANCE 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 Change of Name
 - Other _____
- Effective Date
Month Day Year
11/01/99

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

11/01/99

Name Troncom Corporation

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name Troncom Acquisition Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) c/o Mason Wells Leveraged Buyout Fund I, L.P.

Address (line 2) 770 North Water Street

Address (line 3) Milwaukee Wisconsin 53202
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 Delaware

03/03/2000 DNGUYEN 00000295 170055 1849043

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 25.00 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 Practices. 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: 002030 FRAME: 0344

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.

Marta S. Levine

Marta S. Levine

January 21, 2000

Name of Person Signing

Signature

Date Signed

Assignment of Trademarks

This Assignment of Trademarks is made as of the 1st day of November, 1999, by and between Troncom Corporation, an Illinois corporation with its principal place of business at 940 Kingsland Drive, Batavia, IL 60510 ("Assignor"), and Troncom Acquisition Corporation, a Delaware corporation with its principal place of business at c/o Mason Wells Leveraged Buyout Fund I, L.P., 770 North Water Street, Milwaukee, WI 53202 ("Assignee").

WHEREAS, the Assignor is the owner of the trademarks, the registrations thereof (as shown on the attached Exhibit 1), and the good will of the business in connection therewith;

AND WHEREAS, the Assignee desires to acquire said trademarks, the registrations thereof, and the business and good will of the business in connection therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby expressly acknowledged, the Assignor hereby sells, assigns, and transfers unto the Assignee, the Assignor's entire right, title and interest in and to the trademarks and the above-referenced registrations thereof, together with the good will of the business symbolized by said trademark and registration, and the Assignor's entire right, title and interest in and to any and all claims and demands it may have, at law or in equity, for past infringement of said trademarks.

This Assignment of Trademarks is being delivered pursuant to that "Asset Purchase Agreement By and Between Troncom Corporation and Troncom Acquisition Corporation (as assignee of TCM Acquisition Corp.), dated as of October 21, 1999."

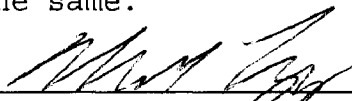
IN WITNESS WHEREOF, Assignor caused this Assignment of Trademarks to be executed and sealed by a duly authorized officer as of the date first written above.

TRONCOM CORPORATION

By: 
Dwight Swartwood, President

STATE OF WISCONSIN)
) SS.
COUNTY OF MILWAUKEE)

Personally came before me this 1st day of November, 1999, the above named individual, to me known to be the person who executed the foregoing instrument and acknowledged the same.



Notary Public, State of Wisconsin

(SEAL)

My commission expires: 1/1/2000

Exhibit 1 to Assignment of Trademarks

Trademark Registrations

<i>Mark</i>	<i>Reg. No.</i>	<i>Issue Date</i>
Troncom	1,849,043	August 9, 1994
T-MITE	2,252,622	June 15, 1999