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To the Honorable Commissioner of Patents and Trademarks: Please record the original documents or copy thereof.

1. Name of conveying party(ies):  
Triton Cellular Partners, L.P.

Individual(s)                       Association  
 General Partnership             Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  
 Yes     No

2. Name and address of receiving party(ies):  
Name: RCC Holdings, Inc.  
Internal Address: \_\_\_\_\_  
Street Address: 3905 Dakota Street SW  
City: Alexandria                      State: MN                      ZIP: 56308

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State of Minnesota  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:     Yes     No  
 (Designations must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?     Yes     No

3. Nature of conveyance:  
 Assignment                       Merger  
 Security Agreement             Change of Name  
 Other \_\_\_\_\_

Execution Date: March 28, 2000

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)  
 75-628,134

Additional numbers attached?     Yes     No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Sara Evans Lear  
 Internal Address: Moss & Barnett  
 \_\_\_\_\_  
 Street Address: 4800 Norwest Center  
 \_\_\_\_\_  
 90 South Seventh Street  
 City: Minneapolis                      State: MN                      ZIP: 55402-4129

6. Total number of applications and registrations involved: ..... 1

7. Total fee (37 CFR 3.41): ..... \$ 40.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
 \_\_\_\_\_  
 (Attach duplicate copy of this page if paying by deposit account)

05/22/2000 JSMDRZZ 00000142 75628134  
 01 FC:481                                      40.00 DP

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9. 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.  
 Sara Evans Lear                                      *Sara Evans Lear*                                      May 3, 2000  
 Name of Person Signing                                      Signature                                      Date

Total number of pages comprising cover sheet: \_\_\_\_\_

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks**  
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U.S. DEPARTMENT OF COMMERCE  
PATENT AND TRADEMARK OFFICE

In Re Trademark Application of:

Triton Cellular Partners, L.P.,  
a Delaware limited partnership

Serial No.: 75-628,134

Filing Date: January 27, 1999

Mark: CLEARLY SUPERIOR

Class: International 38

**ASSIGNMENT OF APPLICATION**

STATE OF PENNSYLVANIA )  
  ) ss.  
COUNTY OF PHILADELPHIA)

WHEREAS, Triton Cellular Partners, L.P. (a Delaware limited partnership), of 1100 Cassatt Road, Berwyn, Pennsylvania 19312, has adopted, used and is using a mark which has been applied for registration in the United States Patent and Trademark Office, Serial No. 75-628,134, filed January 27, 1999; and

WHEREAS, RCC Holdings, Inc. (a Minnesota corporation), of 3905 Dakota Street Southwest, Alexandria, Minnesota 56308, is desirous of acquiring said mark and the application thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Triton Cellular Partners, L.P. does hereby assign unto the said RCC Holdings, Inc. all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the application thereof, Serial No. 75-628,134.

TRITON CELLULAR PARTNERS, L.P.

By TRITON CELLULAR, INC. (its general partner)

Dated as of April 1, 2000

By *James W. Akerhielm*  
James W. Akerhielm, President and Chief  
Executive Officer

STATE OF PENNSYLVANIA )  
  ) ss.  
COUNTY OF PHILADELPHIA)

The foregoing instrument was acknowledged before me this 28th day of March, 2000, by James W. Akerhielm, President and Chief Executive Officer of Triton Cellular, Inc., on behalf of Triton Cellular Partners, L.P.

*Vincenza J. Tribuiani*  
Notary Public

