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FORM PTO-1618A

Expires 06/30/99
OMB 0651-0027



06-01-2000

U.S. Patent & TMOfc/TM Mail Ropt Dt. #22

07-17-2000

Department of Commerce
Trademark Office
MARK



101405553

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
Effective Date: _____
- Merger
- Change of Name _____
- Other: _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date:

Name: Motient Communications Company

05262000

Formerly: ARDIS Company

- Individual General Partnership Limited Partnership Corporation Association

Other: _____

Citizenship / State of Incorporation / Organization: New York

Receiving Party

Mark if additional names of conveying parties attached

Name: Motient Corporation

DBA/AKA/TA: _____

Composed of: _____

Address (line 1): 10802 Parkridge Blvd.

Address (line 2): _____

Address (line 3): Reston

VA

20191

City

State / Country

Zip Code

- Individual General Partnership Limited Partnership If document is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached.
- Corporation Association
- Other: _____

Citizenship / State of Incorporation / Organization: Delaware

FOR OFFICE USE ONLY

07/17/2000 DNGUYEN 00000048 012510 76029161

01 FC:481 40.00 CH
02 FC:482 550.00 CH

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

TRADEMARK
REEL: 002102 FRAME: 0244

Domestic Representative (for the first Receiving Party Only)

Name: _____

Address (line 1): _____

Address (line 2): _____

Address (line 3): _____

Address (line 4): _____

Correspondent Name and Address (for the first Receiving Party Only)

Name: Elizabeth F. Vary

Address (line 1): ARNOLD & PORTER

Address (line 2): 555 12th Street N.W.

Address (line 3): Suite 1126-A

Address (line 4): Washington, DC 20004-1206

Pages Enter the total number of pages of the attached conveyance document including any attachments: 2

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)	
76029161	75772705	75131935	1987968	1779835
76029160	75693991		1889453	1653230
76025807	75693982		1877124	1651720
76024773	75688691		1877123	1649711
75809655	75687977		1799673	1647678
	75669348		1794439	

Number of Properties Enter the total number of properties involved: 23

Fee Amount Fee Amount for Properties Listed (37 C.F.R. 3.41) \$590.00

Method of Payment Enclosed Deposit Account

Deposit Account Number: 01-2510

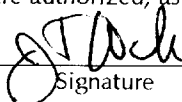
Authorization to charge additional fees: Yes No

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.

James T. Walsh, Esq.

Name of Person Signing


Signature

5/26/00

Date Signed

ARDIS COMPANY

Amendment to Partnership Agreement

This Amendment, dated as of the date indicated below, is entered into by AMSC Ardis Acquisition, Inc. ("AAA") and AMSC ARDIS, Inc. ("AA," and, together with AAA, the "Partners"), the sole partners of ARDIS Company, a New York general partnership (the "Partnership") formed pursuant to that certain Amended and Restated United States Partnership Agreement, dated as of December 20, 1994 (the "Agreement").

WHEREAS, each of AAA and AA are, by legal assignment, the sole successor partners of the Partnership; and

WHEREAS, AAA and AA believe it is desirable and in the best interests of the Partnership that its name be changed from ARDIS Company to "Motient Communications Company"; and

WHEREAS, Section 12.03 of the Agreement permits the Partners to amend the Agreement by written agreement.

NOW THEREFORE, the parties agree as follows:

1. The first sentence of Section 2.01 of the Agreement is hereby deleted in its entirety and replaced with the following:

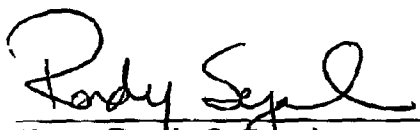
"The Partnership's name is "Motient Communications Company."

2. The foregoing amendment to the Agreement shall become effective as of the date this Amendment is signed by both of the Partners, as indicated in the signature blocks below.

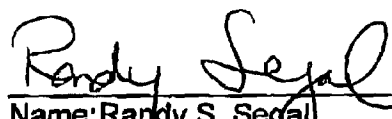
3. Other than the foregoing amendment, the Agreement shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the undersigned have executed this Amendment as of the 24th day of April, 2000.

AMSC ARDIS ACQUISITION, INC.

By: 
Name: Randy S. Segal
Title: Senior Vice President and
General Counsel

AMSC ARDIS, INC.

By: 
Name: Randy S. Segal
Title: Senior Vice President and
General Counsel