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Form PTO-1594  
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HEET U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

101450235

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

<p>1. Name of conveying party(ies): <u>MEDIAONE GROUP, INC.</u></p> <p>Individual(s) <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State <u>DE</u>  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):  Name: <u>WAC Corp.</u>  Internal Address: <u>Suite 100</u>  Street Address: <u>15821 N.E. 8<sup>th</sup> Street</u>  City: <u>Bellevue</u> State: <u>WA</u> ZIP: <u>98008</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____</p> <p><input checked="" type="checkbox"/> Corporation-State <u>DE</u>  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No  (Designations must be a separate document from Assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance:  <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>as of 6/30/99</u></p>	<p>4. Application number(s) or registration number(s):  A. Trademark Application No.(s)  <u>75/653351</u>  <u>75/653352</u></p> <p>B. Trademark Registration No.(s)  2272804 2250248  2272803 2243488  2272755</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:  Name: <u>Lisa T. Oratz</u>  Internal Address: <u>Perkins Coie</u>  <u>One Bellevue Center, Suite 1800</u>  Street Address: <u>411 - 108th Avenue N.E.</u>  City: <u>Bellevue</u> State: <u>WA</u> ZIP: <u>98004-5584</u></p>	<p>6. Total number of applications and registrations involved: <u>7</u></p> <p>7. Total fee (37 CFR 3.41):.....\$ <u>190.00</u>  <input checked="" type="checkbox"/> Enclosed  <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:  N/A _____  (Attach duplicate copy of this page if paying by deposit account)</p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature.  <i>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.</i></p> <p style="text-align: center;"> <u>Lisa Oratz</u> <u>8/3/00</u>  Name of Person Signing Signature Date </p> <p style="text-align: right;">Total number of pages comprising cover sheet: <input style="width: 50px;" type="text"/></p>	

09/05/2000 MTHA11 00000160 75653351

01 FC:481 40.00 OP  
02 FC:482 150.00 OP

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT is made as of June 30, 1999 by MediaOne Group, Inc., a Delaware corporation ("Seller"), to WAC Corp., a Delaware corporation ("Purchaser"), pursuant to the Purchase Agreement by and among Seller, WatchMark, Inc. a Colorado corporation, and WatchMark OPTIONS Corp, a Texas corporation, WatchMark Technologies, Inc. a Colorado corporation, Lucent Technologies, Inc., a Delaware corporation, and Purchaser, dated as of June 30, 1999 (the "Asset Purchase Agreement").

For good and valuable consideration paid to Seller pursuant to the Asset Purchase Agreement at or before the execution and delivery hereof, the receipt and sufficiency of which is hereby acknowledged, Seller does hereby sell, assign, transfer, convey and deliver to Purchaser, its successors and assigns, all right, title and interest in and to the trademarks listed on Schedule A and all registrations and applications therefore (collectively the "Trademarks"), together with the goodwill of the business symbolized by Trademarks, all of the foregoing to be held and enjoyed by Purchaser for its own use and for the use of its successors, assigns or other legal representatives, together with all claims for damages by reason of past, present and future infringement of the rights assigned under this Trademark Assignment, with the right to sue for and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns and other legal representatives, as fully and entirely as the same would have been held and enjoyed by Seller if this transfer to Purchaser had not been made.

Seller hereby agrees to take such other action as Purchaser may reasonably request to effect, evidence or perfect this assignment, including without limitation the execution of all such documents as may be required to transfer and record the transfer of any application for registration or registration of any Trademark. This instrument shall inure to the benefit of Purchaser and its successors and assigns and shall be binding upon Seller and its successors and assigns.

IN WITNESS WHEREOF, this Trademark Assignment has been duly executed and delivered as of the date first above written.

Assignor:

Assignee:

MEDIAONE GROUP, INC

WAC CORP.

By: [Signature]  
Name: JAMES C. LINDSEY  
Title: Asst Secy

By: [Signature]  
Name: DOUG STROMBOM  
Title: C.O.O.