

10-20-2000

Substitute Form PTO-1594  
Attorney Docket No.: 12128-001001  
Client's Ref. No.: Genuity

F



HEET

101493465

Commissioner for Trademarks: Please record the attached copies of an original document.

1. Name of conveying party(ies):

Genuity Solutions Inc.

9-25-00

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

Additional name(s) attached?  Yes  No

2. Name and address of receiving party(ies):

Genuity Inc.  
3 Van de Graaff Drive  
P.O. Box 3073  
Burlington, MA 01803

- Individual(s) Citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation—State of Delaware
- Other \_\_\_\_\_

If the assignee is not domiciled in the United States, a domestic representative designation is attached.  Yes  No

Additional names/addresses attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: August 28, 2000  
Effective Date: June 28, 2000

10/18/2000 DBYRNE 00000115 76024160

01 FC:481  
02 FC:482

CERTIFICATE OF MAILING BY EXPRESS MAIL

Express Mail Label No. EL624269527US

I hereby certify under 37 CFR §1.10 that this correspondence is being deposited with the United States Postal Service as Express Mail Post Office to Addressee with sufficient postage on the date indicated below and is addressed to BOX ASSIGNMENT, Commissioner of Patents, Washington, DC 20231.

September 25, 2000 Samantha Bell Samantha Bell  
Date of Deposit Signature Typed Name of Person Signing Certificate

4. Application number(s) or trademark number(s):

A. Trademark Application No(s):

76/024,160 - ANON2ANON  
 75/778,014 - BIZCONNECT  
 75/444,844 - COMMERCE RE@CH  
 75/594,509 - COMMERCE RE@CH  
 ADVANCED  
 75/594,310 - COMMERCE RE@CH  
 ESSENTIAL  
 75/594,442 - COMMERCE RE@CH  
 START-UP  
 75/688,548 - ENTERPRISE ADVANTAGE  
 75/719,294 - ENTERPRISE  
 PERFORMANCE  
 75/209,713 - HOPSCOTCH  
 75/388,773 - HOPSCOTCH & Design  
 76/024,155 - KEEPING YOU ONE STEP  
 AHEAD OF THE INTERNET  
 75/469,883 - KNOWLEDGE RE@CH  
 75/469,685 - RE@CH ENTERPRISE  
 76/024,199 - SECURE BIZCONNECT  
 75/444,985 - SERVICE RE@CH  
 76/024,161 - VIRTUAL LAST LINE  
 75/594,353 - VPN ADVANTAGE  
 75/292,068 - WEBSOTCH  
 75/834,440 - WE'LL TAKE CARE OF  
 THE E. YOU TAKE CARE  
 OF THE BUSINESS

B. Trademark No(s):

2,137,432 - DIALINX  
 2,237,047 - GENUITY  
 2,237,069 - GENUITY & Design  
 2,135,228 - WE GET THE  
 INTERNETWORKING FOR YOU  
 2,164,998 - WE GET THE  
 INTERNETWORKING FOR YOU

Additional numbers attached?  Yes  No

5. Name/address of party to whom correspondence concerning document should be mailed:

CYNTHIA E. JOHNSON  
 Fish & Richardson P.C.  
 225 Franklin Street  
 Boston, MA 02110-2804

6. Total number of applications and registrations involved: 24

7. Total fee (37 CFR §3.41): \$615

Enclosed  
 Authorized to charge Deposit Account.

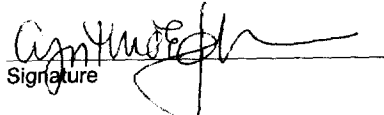
8. Deposit Account No.: 06-1050

Please apply any additional charges, or any credits, to our Deposit Account No. 06-1050.

DO NOT USE THIS SPACE

9. Statement and Signature: *To the best of my knowledge and belief, the foregoing information is true and correct and the attached is a true copy of the original document.*

Cynthia E. Johnson  
 Name of Person Signing

  
 Signature

9/25/00  
 Date

Total number of pages including cover sheet, attachments, and document: 8

## ASSIGNMENT OF TRADEMARKS

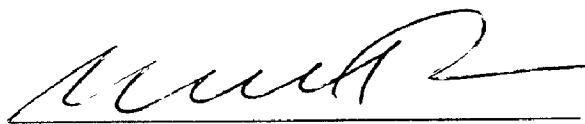
This ASSIGNMENT OF TRADEMARKS is effective as of June 28, 2000 between Genuity Solutions Inc. (by change of name from BBN Corporation), a corporation organized and existing under the laws of Massachusetts and having a principal business address of 3 Van de Graaff Drive, Burlington, Massachusetts 01803 (hereinafter "ASSIGNOR"), and Genuity Inc., a corporation organized and existing under the laws of Massachusetts and having a principal business address of 3 Van de Graaff Drive, Burlington, Massachusetts 01803 (hereinafter "ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of all right, title and interest in and to the trade names, trademarks and the registrations and applications therefor identified in the attached Schedule A (hereinafter "Trademarks"); and

WHEREAS, ASSIGNEE is desirous of acquiring the aforesaid Trademarks, together with the goodwill of the business symbolized by the Trademarks, the aforesaid registrations and registration applications, that portion of ASSIGNOR's business which is associated with the Trademarks, together with the right to file the Trademarks in foreign countries (subject, however, to applicable laws in such foreign countries), and the right to recover damages for any past and future acts of infringement.

NOW, THEREFORE, in consideration of the premises and the mutual covenants set forth in the Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and subject to any rights and licenses granted to third parties on or before the effective date hereof, ASSIGNOR does hereby assign unto ASSIGNEE all rights, title and interest in and to the Trademarks identified on Schedule A, together with the goodwill of the business symbolized by the Trademarks, the aforesaid trademark registrations and applications, that portion of ASSIGNOR's business which is associated with the Trademarks, together with the right to file the Trademarks in foreign countries (subject, however, to applicable laws in such foreign countries), and the right to recover damages for any past and future acts of infringement.

GENUITY SOLUTIONS INC.

By: 

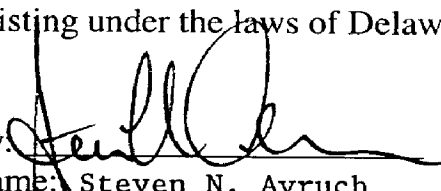
Name: Ira H. Parker

Title: Senior Vice President, General Counsel & Clerk

Date: 8/28/00

Addendum to ASSIGNMENT OF TRADEMARKS

I, Steven N. Avruch, am an officer of Genuity Inc., and hereby note for the record that Genuity Inc. was misidentified as a Massachusetts corporation in the attached ASSIGNMENT OF TRADEMARKS. Genuity Inc. is a corporation organized and existing under the laws of Delaware.

By:   
Name: Steven N. Avruch  
Title: Assistant Secretary

Date: 9-21-00

SCHEDULE A

**A. Trademarks**

<u>Country</u>	<u>Registration or Application Number</u>	<u>Mark</u>	<u>International Class Number</u>
Argentina	Appln. 2220964	VPN ADVANTAGE	42
Australia	Reg. 744,960	DIALINX	38
Australia	Appln. 795101	VPN ADVANTAGE	42
Benelux	Reg. 398,370	PLANET	9
Brazil	Appln. 821,663,445	VPN ADVANTAGE	38.1 (local class)
Canada	Appln. 857,226	DIALINX	N/A
Canada	Appln. 1,016,554	VPN ADVANTAGE	N/A
Community Trademark	Appln. 640,482	DIALINX	9, 38, 42
Community Trademark	Appln. 1,083,310	NET.ALLIANCE	9, 16, 35
Community Trademark	Appln. 1,193,069	VPN ADVANTAGE	42
Hong Kong	Appln. 6,588/99	VPN ADVANTAGE	42

<u>Country</u>	<u>Registration or Application Number</u>	<u>Mark</u>	<u>International Class Number</u>
Italy	Reg. MI94C 001,761	PLANET	9
Japan	Appln. 161,453/97	DIALINX	38
Japan	Appln. 44,646/99	VPN ADVANTAGE	42
Mexico	Appln. 376,490	VPN ADVANTAGE	42
United States	Appln. 76/024,160	ANON2ANON	38
United States	Appln. 75/778,014	BIZCONNECT	38
United States	Appln. 75/444,844	COMMERCE RE@CH	35
United States	Appln. 75/594,509	COMMERCE RE@CH ADVANCED	35
United States	Appln. 75/594,310	COMMERCE RE@CH ESSENTIAL	35
United States	Appln. 75/594,442	COMMERCE RE@CH START-UP	35
United States	Reg. 2,137,432	DIALINX	38
United States	Appln. 75/688,548	ENTERPRISE ADVANTAGE	42
United States	Appln. 75/719,294	ENTERPRISE PERFORMANCE	42
United States	Reg. 2,237,047	GENUITY	38

<u>Country</u>	<u>Registration or Application Number</u>	<u>Mark</u>	<u>International Class Number</u>
United States	Reg. 2,237,069	 G E N U I T Y	38, 42
United States	Appln. 75/209,713	HOPSCOTCH	9, 42
United States	Appln. 75/388,773		9, 42
United States	Appln. 76/024,155	KEEPING YOU ONE STEP AHEAD OF THE INTERNET	38, 42
United States	Appln. 75/469,883	KNOWLEDGE RE@CH	35
United States	Appln. 75/469,685	RE@CH ENTERPRISE	35
United States	Appln. 76/024,199	SECURE BIZCONNECT	38
United States	Appln. 75/444,985	SERVICE RE@CH	38
United States	Appln. 76/024,161	VIRTUAL LAST LINE	38
United States	Appln. 75/594,353	VPN ADVANTAGE	38
United States	Reg. 2,135,228	WE GET THE INTERNETWORKING FOR YOU	42

<u>Country</u>	<u>Registration or Application Number</u>	<u>Mark</u>	<u>International Class Number</u>
United States	Reg. 2,164,998	WE GET THE INTERNETWORKING FOR YOU	42
United States	Appln. 75/292,068	WEBSCOTCH	42
United States	Appln. 75/834,440	WE'LL TAKE CARE OF THE E. YOU TAKE CARE OF THE BUSINESS.	42

### B. Trade Names

1. GENUITY

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