

11-09-2000



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10.24.00

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
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3) 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

FOR OFFICE USE ONLY

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 Practice. 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: 002170 FRAME: 0665

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.

Dana Rosen
Name of Person Signing

Dana Rosen
Signature

10/18/00
Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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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)

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2202673	2142187	2148916
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TRADEMARK AND DOMAIN NAME ASSIGNMENT, dated as of September 29, 2000, by and between CoreComm Limited, a Delaware corporation (the "Assignor") and CoreComm-ATX, Inc., a Delaware corporation and a wholly-owned subsidiary of Assignor ("Assignee").

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby transfers, assigns, and otherwise conveys to Assignee, and Assignee hereby accepts, all of Assignor's right, title, and interest in, to, and under the following:

1. the trademark and service mark registrations and applications listed on Schedule 1 attached hereto and all United States and foreign common law trademarks, service marks, trade dress, trade names, designs and logos (the "Assigned Marks");
2. all goodwill associated with the Assigned Marks;
3. the Internet domain names listed on Schedule 2 (the "Domain Names");
4. all rights to proceeds of all of the foregoing, including, without limitation, any claim by Assignor against third parties for past, present, or future infringement of the Assigned Marks.

Assignor represents and warrants that Assignor has not previously assigned the Assigned Marks or Domain Names to any other party.

Notwithstanding the foregoing, the name CoreComm and trademarks, service marks, trade dress, trade names, designs and logos incorporating the name CoreComm are excluded from this assignment. Assignee shall have the right to use the CoreComm name as part of its corporate name.

Each of Assignor and Assignee has caused this Trademark and Domain Name Assignment to be duly executed and authorized as of the date hereof. Assignor shall file this Trademark Assignment with the United States Patent and Trademark Office.

SCHEDULE 1

Trademarks and Service Marks

Country	Mark	International Classes	Reg.No./App.No.	Reg./Filing Date
U.S.	ATX Assembly	38	2,221,883	2/2/99
U.S.	ATX Telecommunications Services	38	2,015,476	11/12/96
U.S.	ATX Telecommunications Services	38	1,985,291	7/9/96
U.S.	ATX Real Intelligence	35	2,303,911	12/28/99
U.S.	ATX Simplified Pricing	38	2,291,144	11/9/99
U.S.	ATX Network Services and System Integration	42	2,283,299	10/5/99
U.S.	ATX Web Business Services	42	2,285,323	10/12/99
U.S.	ATX Local	38	2,283,300	10/5/99
U.S.	ATX Miniwats	38	2,002,510	9/24/96
U.S.	ATX Wireless	38	2,202,673	11/10/98
U.S.	ATX Connections	16	2,142,187	3/10/98
U.S.	ATXNET	42	2,148,916	4/7/98
U.S.	ATX Insight	9	2,158,042	5/19/98
U.S.	ATX Paging	38	2,172,873	7/14/98
U.S.	ATX Megawats	38	1,976,409	5/28/96
U.S.	ATX Cellular	38	1,976,408	5/28/96
U.S.	ATX Powerfax Broadcast	38	2,308,963	1/18/00
U.S.	ATX Partnership Program	35	75/547,965	9/4/98
U.S.	ATXWEB	42	2,148,915	4/17/98
U.S.	ATX Powerfax On Demand		N/A	

Doc#: NY5: 768570.2

U.S.	ATX CoreConnect	N/a
U.S.	ATX CoreConnect Local	N/A
U.S.	ATX CoreConnect Long Distance	N/A
U.S.	ATX CoreConnect Internet Access	N/A
U.S.	ATX CoreConnect Data	N/A
U.S.	ATX e.business	N/A
U.S.	ATX e.business services	N/A
U.S.	Imagine all it can be.business	N/A

SCHEDULE 2

Internet Domain Name Registrations

www.atx.com
www.atx.net
www.atx-tcs.com
www.atxmail.com
www.atxweb.com
www.atxagents.com

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

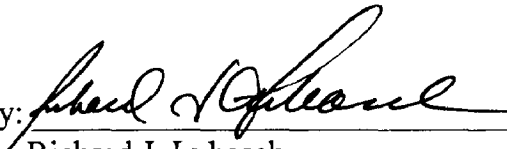
On this 29th day of September, 2000, before me personally came Richard
J. Lubasch, to me known to be the person who signed the foregoing instrument and who being duly sworn
by me did depose and state that he is the individual he represents himself to be; he signed the instrument
validly in the name of himself; and he had the authority to sign the instrument in such capacity.

Margaret M. VanDyke
Notary Public

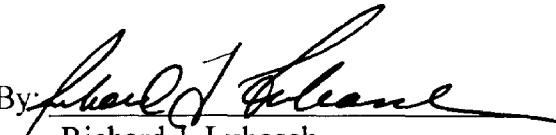
MARGARET M. VAN DYKE
Notary Public, State of New York
No. 01VA4738319
Qualified in Kings County
Commission Expires June 30, 20 01

Acknowledged and Agreed to:

CORECOMM LIMITED

By: 
Richard J. Lubasch
Senior Vice President, General Counsel
and Secretary

CORECOMM-ATX, INC.

By: 
Richard J. Lubasch
Senior Vice President, General Counsel
and Secretary

Doc#: NYS: 768570.2

RECORDED: 10/24/2000

TRADEMARK
REEL: 002170 FRAME: 0673