

01-18-2001

Form PTO-1594 1-31-92		U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office
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To the Honorable Commissioner of F.

ched original documents or copy thereof.

<p>1. Name of conveying party(ies): Weblink Wireless, Inc. (successor-in-interest to PageMart Wireless, Inc.)</p> <p style="text-align: right; font-size: 1.5em; margin-right: 50px;">1.3.01</p> <p><input type="checkbox"/> Individuals <input type="checkbox"/> Association <input type="checkbox"/> General Partnership - <input type="checkbox"/> Limited Partnership: <input checked="" type="checkbox"/> Corporation - State: Delaware <input type="checkbox"/> Other:</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Bankers Trust Company</u></p> <p>Internal Address: <u>One Bankers Trust Plaza</u></p> <p>Street Address: <u>130 Liberty Street</u></p> <p>City: <u>New York</u> State: <u>New York</u> ZIP: <u>10006</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____</p> <p><input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation- _____ <input checked="" type="checkbox"/> Other - <u>Collateral Agent</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Interest <input type="checkbox"/> Change of Name <input type="checkbox"/> Other - _____</p> <p>Execution Date: <u>December 20, 2000</u></p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p style="text-align: center; font-size: 1.2em;">Please see attached Schedule A</p> <p style="text-align: center;">Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Brian Jaenicke, Legal Assistant</u></p> <p>Internal Address: <u>White & Case LLP</u></p> <p>Street Address: <u>1155 Avenue of the Americas</u></p> <p>City: <u>New York</u> State: <u>NY</u> ZIP: <u>10036</u></p>	<p>6. Total number of applications and registration involved 6</p> <p>7. Total fee (37 CFR 3.41): \$ <u>165.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account, in case of deficiency</p> <p>8. Deposit account number: <u>23-1705 (in case of deficiency)</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>

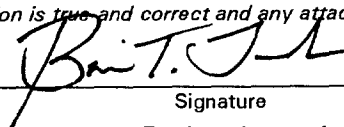
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01 EC:481 40.00 OF

02 FC:482 125.00 OF

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.

Brian T. Jaenicke
Name of Person Signing

Signature
1/2/01
Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

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SCHEDULE A

<u>MARK</u>	<u>STATUS</u>	<u>APP./REG. NO.</u>	<u>APP./REG. DATE</u>	<u>OWNER</u>
WEB LINK WIRELESS	Pending	75/802,708	September 17, 1999	Weblink Wireless, Inc.
E (Stylized Letters)	Pending	75/802,706	September 17, 1999	Weblink Wireless, Inc.
E (Stylized Letters)	Pending	75/802,704	September 17, 1999	Weblink Wireless, Inc.
WEB LINK WIRELESS	Pending	75/802,026	September 17, 1999	Weblink Wireless, Inc.
WEBLINK WIRELESS	Pending	76/040,690	May 4, 2000	Weblink Wireless, Inc.
WEBLINK WIRELESS	Pending	76/040,458	May 4, 2000	Weblink Wireless, Inc.

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Weblink Wireless, Inc. (successor-in-interest to PageMart Wireless, Inc.), a Delaware corporation (the "Grantor") with principal offices at 3333 Lee Parkway, Suite 100, Dallas, Texas 75219, hereby grants to Bankers Trust Company, as Collateral Agent, with principal offices at One Bankers Trust Plaza, 130 Liberty Street, New York, New York 10006 (the "Grantee"), a security interest in (i) the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto and (ii) any goodwill of the businesses with which the Marks are, or may be, associated that inures to the Grantor.

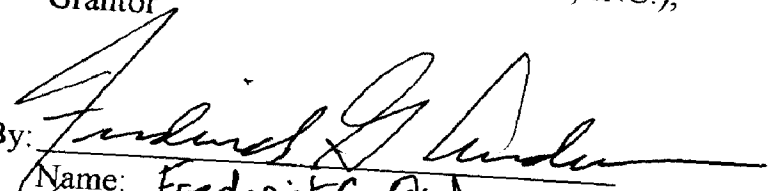
THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of March 23, 1999 (as amended from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall, upon such satisfaction, execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

20th day of December, 2000.

WEBLINK WIRELESS, INC. (successor-in-interest to PAGEMART WIRELESS, INC.),
Grantor

By: 

Name: Frederick G. Anderson
Title: V.P., General Counsel & Secretary

BANKERS TRUST COMPANY, as Collateral Agent, Grantee

By: _____
Name:
Title:

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

20th day of December, 2000.

WEBLINK WIRELESS, INC. (successor-in-
interest to PAGEMART WIRELESS, INC.),
Grantor

By: _____
Name:
Title:

BANKERS TRUST COMPANY, as Collateral
Agent, Grantee

By: 
Name:
Title: **ANCA TRIFAN
DIRECTOR**

ACKNOWLEDGMENT

STATE OF TEXAS)
COUNTY OF DALLAS) ss.:
UNITED STATES OF AMERICA)

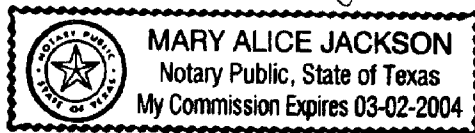
On this 20 day of DECEMBER, 2000 before me appeared

Frederick G. Anderson, to me personally known and known to be the person who executed the foregoing, who is Vice President, General Counsel & Secretary of Weblink Wireless, Inc. and that he/she is authorized to execute said instrument on behalf of said corporation, and unto me acknowledged said instrument to be the free act and deed of said corporation.

Mary Alice Jackson

Notary Public

[Seal]



ACKNOWLEDGMENT

STATE OF)
COUNTY OF) ss.:
UNITED STATES OF AMERICA)

On this 13TH day of DECEMBER, 2000 before me appeared

ANCA TRIFAN, to me personally known and known to be the person who

executed the foregoing, who is a DIRECTOR of Bankers

Trust Company and that he/she is authorized to execute said instrument on behalf of said corporation, and unto me acknowledged said instrument to be the free act and deed of said corporation.

Raneshia Pitt

Notary Public

[Seal]

RANESHA PITT
Notary Public, State of New York
No. 01PI6046637
Qualified in Bronx County
Commission Expires August 14, 2002