

FEB 5 2001

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02-14-2001



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**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
- Merger      Effective Date January 22, 2001  
Month Day Year
- Change of Name
- Other:

**Conveying Party**

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year  
January 22, 2001

Name      STPCS Joint Venture, LLC

Formerly

- Individual     General Partnership     Limited Partnership     Corporation     Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization Delaware

**Receiving Party**

Mark if additional names of receiving parties attached

Name      VoiceStream PCS BTA I Corporation

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)      12920 SE 38<sup>th</sup> Street

Address (line 3)      Bellevue, Washington 98006

City      State/County      Zip

- Individual     General Partnership     Limited Partnership
- Corporation     Association
- Other
- Citizenship/State of Incorporation/Organization Delaware

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.)

**FOR OFFICE USE ONLY**

02/13/2001 6TOM11 00000169 75821915

01 FC:481  
02 FC:482

40.00 DP  
150.00 DP

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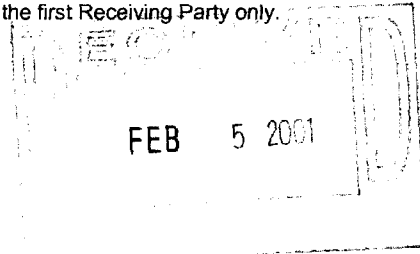
Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**TRADEMARK**  
**REEL: 002233 FRAME: 0904**

**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 (206) 623-7580

Name Jessica Stone Levy, Esq.  
Address (line 1) Preston Gates & Ellis LLP  
Address (line 2) 701 Fifth Avenue  
Address (line 3) Suite 5000  
Address (line 4) Seattle, WA 98104

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.  
# 5

**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)	
75/821,915	75/547,342	75/821,916	2,368,906	2,399,913
75/821,917	75/821,919			

**Number of Properties**

Enter the total number of properties involved # 7

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$190.00

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: # 16-2456

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.

Jessica Stone Levy  
Name of Person Signing

*Jessica Stone Levy*  
Signature

2/1/01  
Date Signed

**ASSIGNMENT OF TRADEMARKS**


WHEREAS, STPCS JOINT VENTURE, LLC, a Delaware limited liability company, ("Assignor"), is desirous of transferring its entire right, title and interest in and to the trademarks listed in Schedule A hereto, including the U.S. registrations and applications therefor listed in Schedule A hereto (collectively the "Marks"); and

WHEREAS, VOICESTREAM PCS BTA I CORPORATION, a Delaware corporation, having its principal offices at 12920 SE 38<sup>th</sup> Street, Bellevue, Washington 98006, contemporaneously with the execution of this assignment, is and will be the successor to the ongoing and existing business of Assignor to which the Marks pertain; and is desirous of acquiring said Marks and the good will symbolized thereby; and

NOW, THEREFORE, in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and transfer to Assignee Assignor's entire right, title and interest in and to the Marks together with the goodwill of the business symbolized by the Marks.

STPCS JOINT VENTURE, LLC

Executed this 22<sup>nd</sup> day of  
January, 2001

By   
Name: Edward C. Horner  
Title: President/CEO

STATE OF *New York* )  
 : ss:  
COUNTY OF *New York* )

On this 22<sup>nd</sup> day of January, 2001, before me came Edward C. Horner, the person who signed this instrument, who acknowledged that he/she is the President/CEO of STPCS JOINT VENTURE, LLC, and that he/she signed this instrument as a free act on behalf of the identified company with full authority to do so.

*Sylvia Bloomfield*  
Notary Public

SYLVIA BLOOMFIELD  
Notary Public, State of New York  
No. 41-4969330  
Qualified in Queens County  
Certified in New York  
Commission Expires July 16, 200 2

**SCHEDULE A**

REGISTERED:

MARK	CLASS	SERIAL NO.
IN TOUCH WITH YOU	38	2368906
SOL COMMUNICATIONS (Design)	9	2399913

PENDING:

MARK	CLASS	SERIAL NO.
IN TOUCH WITH YOU	9	75/821915
SOL	9	75/547342
	38	
	42	
SOL (Design)	9	75/821916
SOL (Design)	38	75/821917
SOL COMMUNICATIONS (Design)	38	75/821919