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10-15-2001

FORM PTO-1594



U.S. Department of Commerce
Patent and Trademark Office
Attorney Docket No. 08169.0999

To the Honorable Commissioner of Pate.

101873398

hed original documents or copy thereof.

1. Name(s) of conveying party(ies):
TLM Tech, Inc.

Individual(s)
 Association
 Limited Partnership
 Corporation
 General Partnership
 Other:

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

Assignment
 Merger
 Security Agreement
 Change of Name
 Other:

Execution Date: August 3, 2001



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

Name: XO Communications, Inc.
Address: 11111 Sunset Hills Road
Reston, Virginia 20190

Individual(s)
 Association
 General Partnership
 Limited Partnership
 Corporation
 Other:

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

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application Number(s):
76/152,842
76/152,841
76/152,840

B. Trademark Registration Number(s):

Additional numbers attached? Yes No

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

Name: Elizabeth McGoogan Magnuson, Esq.
Address: FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$90.00

Enclosed
 Authorized to be charged to deposit account)
 Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

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 any attached copy is a true copy of the original document.

Elizabeth McGoogan Magnuson
Name of person signing

Elizabeth McGoogan Magnuson
Signature

October 9, 2001
Date

10/12/2001 LMUELLER 00000017 76152842

01 FC:481 40.00 OP
02 FC:482 50.00 OP

Total number of pages including cover sheet, attachments and documents: 3
212783_1

TRADEMARK
REEL: 002382 FRAME: 0604

ASSIGNMENT

TLM Tech, Inc., a California corporation with its principal place of business at 4020 Moorpark, #115, San Jose, California 95117 ("Assignor"), is the owner of the marks identified in Attachment 1, and of the accompanying U.S. trademark applications ("the Trademarks").

XO Communications, Inc., a Delaware corporation with its principal place of business at 11111 Sunset Hills Road, Reston, Virginia 20190 ("Assignee"), wishes to acquire the Trademarks.

In consideration of the foregoing and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all its right, title, and interest in and to the Trademarks, together with the goodwill of the business associated with the Trademarks, and the right to sue and recover for past infringements, dilution, and other violations.

The Commissioner is requested to issue the certificates of registration to Assignee.

TLM Tech, Inc.

By: 

Name: Troy McAlpin

Title: Chief Executive Officer

Date: 8-3-01

Attachment 1

<u>MARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
XO TECHNOLOGY	76/152,842	October 24, 2000
XO EXPRESS	76/152,841	October 24, 2000
XO EXTEND	76/152,840	October 24, 2000

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: XO Communications, Inc. (by assignment from TLM Tech, Inc.)
Serial Number: 76/152,840
Filing Date: October 24, 2000
Mark: XO EXTEND

Examining Atty: Tracy Whittaker-Brown, Esq.
Law Office: 111

ASSISTANT COMMISSIONER FOR TRADEMARKS
2900 Crystal Drive
Arlington, Virginia 22202-3513

POWER OF ATTORNEY

Applicant revokes all previous powers of attorney and appoints David M. Kelly and Elizabeth M. Magnuson, and each of the attorneys of Finnegan, Henderson, Farabow, Garrett & Dunner, L.L.P., all of 1300 I Street, N.W., Washington, D.C. 20005-3315, both jointly and separately as its attorneys with full power of substitution and revocation, to transact all business in the Patent and Trademark Office in connection with this application, to receive notices or process in proceedings affecting this application or resulting registration, and to receive the certificate of registration.

All correspondence relating to the application should be directed to Elizabeth M. Magnuson at the address identified above.

XO COMMUNICATIONS, INC.

By: Denise C. Clayton

Name: Denise Clayton

Title: VP + Asst. General Counsel

Date: 10-09-01

LAW OFFICES
FINNEGAN, HENDERSON,
FARABOW, GARRETT,
& DUNNER, L.L.P.
1300 I STREET, N.W.
WASHINGTON, DC 20005
202-462-4000

212828_1

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: XO Communications, Inc. (by assignment from TLM Tech, Inc.)
Serial Number: 76/152,842
Filing Date: October 24, 2000
Mark: XO TECHNOLOGY

Examining Atty: Tracy Whittaker-Brown, Esq.
Law Office: 111

ASSISTANT COMMISSIONER FOR TRADEMARKS
2900 Crystal Drive
Arlington, Virginia 22202-3513

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XO COMMUNICATIONS, INC.

By: Denise C. Clayton

Name: Denise Clayton

Title: VP + Asst. General Counsel

Date: 10-09-01

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1300 I STREET, N.W.
WASHINGTON, DC 20005
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212805_1

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: XO Communications, Inc. (by assignment from TLM Tech, Inc.)
Serial Number: 76/152,841
Filing Date: October 24, 2000
Mark: XO EXPRESS
Examining Atty: Tracy Whittaker-Brown, Esq.
Law Office: 111

ASSISTANT COMMISSIONER FOR TRADEMARKS
2900 Crystal Drive
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