

12-11-2001
101911836

To the Honorable Commissioner

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

AT&T Corp.

11.07-01

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State **New York**
- 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: **11-6-01**

2. Name and address of receiving party(ies)

Name: **Cellular One Group**

Internal

Address: _____

Street Address: **5001 LBJ Freeway, Suite 700**

City: **Dallas** State: **TX** Zip: **75244**

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations 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 No.(s)

B. Trademark Registration No.(s)

(See Attached)

Additional number(s) attached Yes No

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

Name: **Dianah Brown, Esq.**

Internal Address: _____

Arter & Hadden LLP

Street Address: **1717 Main Street, Ste. 4100**

City: **Dallas** State: **TX** Zip: **75201**

6. Total number of applications and registrations involved: _____

5

7. Total fee (37 CFR 3.41).....\$ **140.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

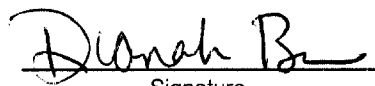
DO NOT USE THIS SPACE

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.

Dianah Brown

Name of Person Signing



Signature

11-7-01

Date

4

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

12/10/2001 LNUELLER 00000197 2128275

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

01 FC:481 40.00 OP
02 FC:482 100.00 OP

Recordation Form Cover Sheet
Trademarks Only
Item 4.B. - Trademark Registration No.(s)

<u>Trademark</u>	<u>Registration No.</u>
SHARE ONE	2,128,275
SHAREONE and Design	2,128,274
ONE TO GO	2,117,527
ONE TO GO and Design	2,140,113
CLEARLY THE ONE	2,202,699

TRADEMARK ASSIGNMENT

This Assignment is from AT&T Corp., a corporation organized under the laws of the State of New York ("Assignor"), to Cellular One Group, a partnership organized under the laws of the State of Delaware ("Assignee"):

WITNESSETH THAT:

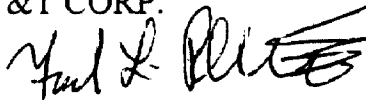
WHEREAS, Assignee wishes to acquire from Assignor such right, title and interest as Assignor may have in and to the ROUTEONE, EXTENSION ONE, and PASSPORT ONE common law trademarks, and the below-identified U.S. Trademark Registrations (collectively, the "Vanguard One Marks"), together with the goodwill of the business appertaining to and symbolized by said Vanguard One Marks;

<u>Trademark</u>	<u>Reg. No.</u>	<u>Dated</u>
SHARE ONE	2,128,275	1/13/98
SHAREONE and Design	2,128,274	1/13/98
ONE TO GO	2,117,527	12/2/97
ONE TO GO and Design	2,140,113	3/3/98
CLEARLY THE ONE	2,202,699	11/10/98

NOW, THEREFORE, to all whom it may concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the

Assignor by these presents does hereby quitclaim, sell, transfer, convey and assign unto Assignee such right, title and interest as Assignor may have in and to the Vanguard One Marks and the goodwill of the business appurtenant thereto and which is symbolized thereby.

AT&T CORP.



Name: Frank L. Politano

Title: Assistant Secretary