

11/21/01

12-14-2001

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Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2001)  
Tab settings => => =>

101916347

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
AT&T Corp.

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State - New York  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)  
Name: AT&T Wireless Services, Inc.  
Internal  
Address: \_\_\_\_\_  
Street Address: P.O. Box 97059  
Redmond, WA 98073-9759  
City: Redmond, State: WA Zip: 98052

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 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

3. Nature of conveyance:  
 Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: \_\_\_\_\_

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
See Attached Exhibit 1

Additional number(s) attached  Yes  No

B. Trademark Registration No.(s)  
See Attached Exhibit 2

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Heidi Sachs  
Internal Address: \_\_\_\_\_  
\_\_\_\_\_  
Street Address: 1201 Third Ave, Suite 4800  
\_\_\_\_\_  
City: Seattle State: WA Zip: 98101

6. Total number of applications and registrations involved      15

7. Total fee (37 CFR 3.41) ..... \$ 765.00  
 Enclosed  
 Authorized to be charged to deposit amount

8. Deposit account number:  
50-0665

(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*

Heidi L. Sachs                      Heidi Sachs                      11-21-01  
Name of Person Signing                      Signature                      Date

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

12/13/2001 GTOM11 00000045 500665 76056890  
01 FC:481 40.00 CH  
02 FC:482 725.00 CH

TRADEMARK  
REEL: 002407 FRAME: 0958

# Exhibit 1- Applications

Mark	Serial No
ARRIVE SAFELY & Design	76/056,890
ARRIVE SAFELY & Design	76/056,891
AWE	76/019,344
FREE2GO WIRELESS	76/089,176
DIGITAL POCKETNET	78/029,270
POCKETCARE	76/064,251
SURF LOUNGE	78/028,836
WORLDCONNECT (Stylized)	75/902,103
WORLDCONNECT (Stylized)	75/902,104

11/21/01

[10194-4000/SL013230.137]

TRADEMARK  
REEL: 002407 FRAME: 0959

## Exhibit 2-Registrations

Mark	Registration No.
CLEARLY THE ONE	2,202,699
GUARANTEE PLUS	1,954,894
GUARANTEE PLUS	1,953,309
MINUTES TO GO	2,211,861
MIO	2,034,397
MIO	2,058,016
POWER. PRODUCTS. PEOPLE.	2,166,811
THE BEST CALL YOU EVER MADE	1,757,229
VANGUARD CELLULAR SYSTEMS, INC.	1,627,631
ONE TO GO	2,117,527
ONE TO GO & Design	2,140,113
SHARE ONE	2,128,275
SHAREONE & Design	2,128,274
STILL THE ONE	2,128,220
PREFERRED PRIVILEGES	2,132,179
TALK XPRESS	2,283,539
TALK XPRESS	2,191,379

## Exhibit 2-Registrations

Mark	Registration No.
TALK XPRESS	2,184,878
WORLD CONNECT	1,813,128
WORLD CONNECT	1,794,437
WORLD CONNECT	1,779,653

## TRADEMARK AND SERVICE MARK ASSIGNMENT

THIS TRADEMARK AND SERVICE MARK ASSIGNMENT, dated as of June 4, 2001, is from AT&T CORP., a New York Corporation, 32 Avenue of the Americas, New York, New York 10013-2412 ("AT&T") to AT&T WIRELESS SERVICES, INC., a Delaware corporation, 16331 NE 72<sup>nd</sup> Way, Redmond, WA 98052 ("AWS"). Capitalized terms used herein and not otherwise defined shall have the respective meanings assigned to them in Article 1 hereof or as assigned to them in the Separation and Distribution Agreement (as defined below).

WHEREAS, the Board of Directors of AT&T has determined that it is in the best interests of AT&T and its shareholders to separate AT&T's existing business so that AWS will operate as an independent business; and

WHEREAS, in order to effectuate the foregoing, AT&T and AWS have entered into a Separation and Distribution Agreement, which provides, among other things, subject to the terms and conditions thereof, for the separation of the AWS Assets and the AWS Liabilities, the Distribution and the execution and delivery of certain other agreements in order to facilitate and provide for the foregoing; and

WHEREAS, this Trademark and Service Mark Assignment transfers to AWS certain trademark and service mark assets and related goodwill that have been developed by AWS; and

NOW, THEREFORE, the parties, intending to be legally bound, agree as follows:

### ARTICLE I DEFINITION

ASSIGNED MARKS means those trademarks and service marks and trade mark and service mark applications and registrations set forth on Schedule A to this Agreement.

### ARTICLE II ASSIGNMENT

2.1 AT&T hereby irrevocably transfers and assigns to AWS all of its rights, title and interest in and to the Assigned Marks in the United States and throughout the world, any common law rights relating to the Assigned Marks, the goodwill of the business represented by the Assigned Marks, and the right to sue for past infringement of the Assigned Marks.

2.2 AT&T will neither use nor attempt to register any Assigned Marks or any confusingly similar mark for so long as said Assigned Mark has not been abandoned by AWS.

2.3 AT&T will execute any and all papers reasonably requested by AWS to effect transfer and recordal of the Assigned Marks to AWS.

2.4 AT&T makes no representations or warranties with respect to AWS's ability to use the Assigned Marks or with respect to the validity, enforceability or registrability of the Assigned Marks.

2.5 The side letter agreement of even date herewith between AWS and AT&T is incorporated into this Agreement as Schedule B, and becomes a part of this Agreement.

AT&T CORP.

By: 

Name: Richard J. Martin

Title: Executive Vice President

[Corporate Seal]

FINAL

**ACKNOWLEDGMENT**

**STATE OF NEW JERSEY)**

**: SS:**

**COUNTY OF SOMERSET)**

I CERTIFY that on June 4, 2001, Richard J. Martin personally came before me Jacqueline Taombs and this person acknowledged under oath, to my satisfaction that:

- a) this person signed, sealed and delivered the attached Trademark and Service Mark Assignment as Executive Vice President of AT&T Corp., and
- b) the proper corporate seal was affixed; and
- c) this Trademark and Service Mark Assignment was signed and made by AT&T Corp. as its voluntary act and deed by virtue of authority from its Board of Directors.

Jacqueline Taombs  
 Name  
 Notary Public  
 My Commission Expires: Nov. 5, 2002  
 [Notarial Seal]



FINAL

**SCHEDULE A  
TRADEMARK AND SERVICE MARK ASSIGNMENT**

**ASSIGNED MARKS**

**FINAL**

# SCHEDULE A - Assigned Marks

<u>Trademark Name</u>	<u>Country Name</u>	<u>App. Number</u>	<u>File Date</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
ARRIVE SAFELY & DESIGN	United States of America	76058880	25-May-2000		
ARRIVE SAFELY & DESIGN	United States of America	76058891	25-May-2000		
AWE	United States of America	76019344	06-Apr-2000		
CLEARLY THE ONE	United States of America	79315816	10-Jun-1997	2202889	10-Nov-1988
DIGITAL POCKETNET	United States of America	78029270	05-Oct-2000		
FLEXCELL	United States of America	7423186	04-Feb-1992	1825756	08-Mar-1994
FREE2GO WIRELESS	United States of America	76089176	14-Jul-2000		
GUARANTEE PLUS	United States of America	74846954	15-Mar-1995	1954894	06-Feb-1996
GUARANTEE PLUS	United States of America	74846953	15-Mar-1995	1953309	30-Jan-1996
MINUTES TO GO	United States of America	75315615	10-Jun-1997	2211861	15-Dec-1998
MIC	United States of America	74664154	20-Apr-1996	2034379	28-Jan-1997
MIC	United States of America	74646974	20-Mar-1995	20058018	29-Apr-1997

Friday, June 01, 2001

Page 1 of 11



<u>Trademark Name</u>	<u>Country Name</u>	<u>App. Number</u>	<u>File Date</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
ONE TO GO	United States of America	75121920	19-Jun-1996	2117527	02-Dec-1997
ONE TO GO & DESIGN	United States of America	75124410	24-Jun-1996	2140113	03-Mar-1998
POCKET NET OFFICE	Canada	1084931	27-Jun-2000		
POCKETCARE	United States of America	76084251	06-Jun-2000		
POCKETNET	Austria	am555897	08-Oct-1987	173057	15-Dec-1997
POCKETNET	Canada	818369	30-Jul-1996	TMA522194	25-Jan-2000
POCKETNET	European Community	590126	12-Jun-1987	580125	06-May-1999
POCKETNET	Hong Kong	9919243	22-Dec-1996		
POCKETNET	Hong Kong	9919244	22-Dec-1999	B006772001	22-Dec-2006
POCKETNET	India	898151	17-Jan-2000		
POCKETNET	India	898152	17-Jan-2000		
POCKETNET	Korea, Republic of	983765	23-Dec-1999	0002524	07-Feb-2001
POCKETNET	Malaysia	9913455	28-Dec-1999		
POCKETNET	Malaysia	9913454	28-Dec-1999		

Friday, June 01, 2001

<u>Trademark Name</u>	<u>Country Name</u>	<u>App. Number</u>	<u>File Date</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
POCKETNET	Mexico	282861	19-Dec-1996	507602	29-Apr-1999
POCKETNET	Mexico	282960	19-Dec-1996	545930	15-Apr-1997
POCKETNET	Singapore	T9915606G	27-Dec-1999	802150	22-Dec-2000
POCKETNET	Singapore	T9915506E	27-Dec-1999		
POCKETNET	Switzerland	052531997	01-Jul-1997	448756	01-Jul-1997
POCKETNET AND KATAKANA	Japan	20067255	16-Jun-2000		
POWER PRODUCTS. PEOPLE.	United States of America	75109201	24-May-1996	2166811	29-Jun-1996
PREFERRED PRIVILEGES	United States of America	75196779	12-Nov-1996	2132179	27-Jan-1998
SHARE ONE	United States of America	75128037	01-Jul-1996	2128275	13-Jan-1998
SHAREONE & DESIGN	United States of America	75128066	01-Jul-1996	2128274	13-Jan-1996
SPEEDING ONE LOGO	United States of America	586355	17-Mar-1985	1478343	01-Mar-1988
SPEEDING ONE LOGO	United States of America	586356	17-Mar-1985	1446614	07-Jul-1987
STAR*CELLFAX	United States of America	74339578	05-Aug-1991	1859802	23-Aug-1994
STILL THE ONE	United States of America	75109202	24-May-1996	2128220	13-Jan-1996

Friday, June 01, 2001

Page 3 of 11

FINAL

<u>Trademark Name</u>	<u>Country Name</u>	<u>App. Number</u>	<u>File Date</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
SURF LOUNGE	United States of America	78028836	03-Oct-2000		
TALK XPRESS	Canada	828810	12-Nov-1988	TMA538657	15-Jan-2001
TALK XPRESS	United States of America	75119195	13-Jun-1986	2283539	06-Oct-1999
TALK XPRESS (STYLIZED)	United States of America	75206697	02-Dec-1986	2191379	22-Sep-1998
TALK XPRESS (STYLIZED)	United States of America	75206797	02-Dec-1986	2184878	25-Aug-1998
THE BEST CALL YOU EVER MADE	United States of America	74286660	22-Jun-1992	1757229	06-Mar-1993
VANGUARD CELLULAR SYSTEMS, INC.	United States of America	73627938	27-Sep-1989	1627631	11-Dec-1990
VANGUARD.	United States of America	73827939	27-Sep-1989	1613284	11-Dec-1990
WORLD CONNECT	Armenia	960256	03-May-1996	3793	03-May-1998
WORLD CONNECT	Aruba	92072012	20-Jul-1992	15821	14-Sep-1992
WORLD CONNECT	Azerbaijan	9406853	02-Aug-1994	971492	10-Sep-1997
WORLD CONNECT	Bahamas	15419	05-Aug-1982	15418	05-Aug-1982
WORLD CONNECT	Bahamas	15421	05-Aug-1983	15421	05-Aug-1983
WORLD CONNECT	Bahamas	15420	05-Aug-1982	15420	05-Aug-1982
WORLD CONNECT	Belarus	0284873	05-Jul-1994	5719	14-Feb-1997

FINAL

<u>Trademark Name</u>	<u>Country Name</u>	<u>App. Number</u>	<u>File Date</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
WORLD CONNECT	Bhutan	9700676	08-Nov-1997		
WORLD CONNECT	Bolivia	921450	11-Jun-1992	56027C	08-Mar-1994
WORLD CONNECT	Bolivia	921455	11-Jun-1992	56028C	08-Mar-1994
WORLD CONNECT	Brazil	816884137	11-Sep-1992	816884137	31-May-1994
WORLD CONNECT	China	J2074328	10-Nov-1992		
WORLD CONNECT	China	J2074329	10-Nov-1992	672738	07-Jan-1994
WORLD CONNECT	China	83094454	29-Sep-1993	1145876	21-Jan-1996
WORLD CONNECT	Cuba	17693	22-Mar-1993	120145	22-Mar-1993
WORLD CONNECT	Cuba	17793	22-Mar-1993	120146	22-Mar-1993
WORLD CONNECT	Czech Republic	70284	15-Jul-1992	190094	20-May-1996
WORLD CONNECT	Denmark	VA0417892	12-Jun-1992	070431993	08-Oct-1993
WORLD CONNECT	Egypt	83555	22-Jun-1992	83555	24-Sep-1996
WORLD CONNECT	Estonia	0691	01-Oct-1992	14284	06-Dec-1994
WORLD CONNECT	Finland	288792	11-Jun-1992	139435	21-Aug-1995

Page 5 of 11

Friday, June 01, 2001

FINAL

<u>Trademark Name</u>	<u>Country Name</u>	<u>App. Number</u>	<u>File Date</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
WORLD CONNECT	Georgia	80903	24-Jun-1994	5482	22-Aug-1997
WORLD CONNECT	Germany	A5254435WZ	10-Jun-1992	2062542	19-Apr-1994
WORLD CONNECT	Greece	113428	23-Mar-1993	113428	23-Mar-1993
WORLD CONNECT	Hong Kong	9213040	03-Mar-1992	B0396594	03-Mar-1992
WORLD CONNECT	Hong Kong	9213039	03-Mar-1992	90792395	03-Mar-1992
WORLD CONNECT	Indonesia	H4HC01011011	29-Sep-1993	322986	28-Aug-1992
WORLD CONNECT	Indonesia	H4HC01011011	29-Sep-1993	322989	28-Aug-1992
WORLD CONNECT	Ireland	923868	20-Jul-1992	151197	20-Jul-1992
WORLD CONNECT	Ireland	923867	20-Jul-1992	B151196	22-Jul-1992
WORLD CONNECT	Israel	83785	17-Jun-1992	83785	04-Jul-1995
WORLD CONNECT	Kenya	SMA0073	01-Mar-1995	0073	01-Mar-1995
WORLD CONNECT	Korea, Republic of	922572	23-Jun-1992	20834	29-Jul-1993
WORLD CONNECT	Korea, Republic of	9217807	26-Jun-1992	269900	22-Jul-1993
WORLD CONNECT	Korea, Republic of	922671	23-Jun-1992	22811	07-Feb-1994

Page 6 of 11

Friday, June 01, 2001

<u>Trademark Name</u>	<u>Country Name</u>	<u>App. Number</u>	<u>File Date</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
WORLD CONNECT	Korea, Republic of	955825	24-Sep-1993		
WORLD CONNECT	Korea, Republic of	9541	29-Mar-1995	22911	17-Jan-1997
WORLD CONNECT	Kyrgyz Republic	1147	20-Jun-1995	3495	28-Jun-1998
WORLD CONNECT	Latvia	MS2480	09-Jul-1992	M32060	20-Feb-1998
WORLD CONNECT	Lithuania	775ZP	27-Aug-1992	20593	15-Nov-1994
WORLD CONNECT	Macao	11915	02-Jul-1992	11915	10-Feb-1994
WORLD CONNECT	Macao	11914	02-Jul-1992	11914	10-Feb-1994
WORLD CONNECT	Malaysia	MA537892	04-Aug-1992	9205378	04-Aug-1992
WORLD CONNECT	Malaysia	MA1948797	01-Dec-1997		
WORLD CONNECT	Mexico	144060	07-Jul-1992	424831	07-Jul-1992
WORLD CONNECT	Moldova	001594	08-May-1994	4040	07-Oct-1998
WORLD CONNECT	Monaco	14374	15-Jul-1992	9214343	15-Jul-1992
WORLD CONNECT	Nepal	10373051		10373051	21-Feb-1995
WORLD CONNECT	Netherlands Antilles	17077	07-Aug-1992	17077	28-Oct-1992

FINAL

<u>Trademark Name</u>	<u>Country Name</u>	<u>App. Number</u>	<u>File Date</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
WORLD CONNECT	Portugal	284002	29-Jun-1992	284002	17-Feb-1994
WORLD CONNECT	Portugal	284001	29-Jun-1992	284001	17-Feb-1994
WORLD CONNECT	Russian Federation	180708	18-Jun-1992	116553	18-Jun-1992
WORLD CONNECT	Slovakia	70284	15-Jul-1992	178705	24-Nov-1997
WORLD CONNECT	Suriname			13389	17-Sep-1992
WORLD CONNECT	Suriname			13398	17-Sep-1992
WORLD CONNECT	Taiwan	82002169	18-Jan-1993	64931	01-Jul-1993
WORLD CONNECT	Taiwan	82002168	18-Jan-1993	73831	01-Jan-1995
WORLD CONNECT	Tajikistan	95003227	27-Jun-1995	2878	26-Mar-1998
WORLD CONNECT	Turkey	129040	02-Dec-1993	151420	02-Dec-1993
WORLD CONNECT	Turkmenistan	3729	30-Jun-1995		
WORLD CONNECT	Ukraine	93126197	30-Dec-1993	10050	30-Jun-1998
WORLD CONNECT	United Kingdom	1507424	03-Mar-1992	81507424	20-Aug-1993
WORLD CONNECT	United States of America	253902	03-Mar-1992	1613128	21-Dec-1993

Page 8 of 11

Friday, June 01, 2001

FINAL

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WORLD CONNECT	United States of America	251686	03-Mar-1992	1779653	29-Jun-1999
WORLD CONNECT	United States of America	251679	03-Mar-1992	1794437	21-Sep-1993
WORLD CONNECT	Uzbekistan	9400923	07-Feb-1994		
WORLD CONNECT	Venezuela	012546	17-Jun-1992		
WorldConnect	Australia	922068	02-Feb-2000	922098	02-Feb-2000
WORLDCONNECT	Brazil	922881528	04-May-2000		
WORLDCONNECT	Brazil	922881510	04-May-2000		
WorldConnect	Canada	1054844	12-Apr-2000		
WorldConnect	China	2000017305	14-Feb-2000		
WorldConnect	China	2000017306	14-Feb-2000		
WorldConnect	Egypt	130636	14-Feb-2000		
WorldConnect	Egypt	130637	14-Feb-2000		
WorldConnect	European Community	1492089	04-Feb-2000		
WorldConnect	Hong Kong	200002041	01-Feb-2000	B006752001	01-Feb-2000

Page 9 of 11

Friday, June 01, 2001



FINAL

<u>Trademark Name</u>	<u>Country Name</u>	<u>App. Number</u>	<u>File Date</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
WorldConnect	Hong Kong	200002042	01-Feb-2000	600873201	01-Feb-2000
WorldConnect	India	909483	13-Mar-2000		
WorldConnect	Indonesia	D001800	07-Feb-2000		
WorldConnect	Indonesia	J1001799	07-Feb-2000		
WorldConnect	Japan	200010763	10-Feb-2000		
WorldConnect	Korea, Republic of	2000456	03-Feb-2000		
WorldConnect	Mexico	409881	08-Feb-2000	545260	09-Feb-2000
WorldConnect	Mexico	409662	08-Feb-2000	658986	08-Feb-2000
WORLDCONNECT	New Zealand	607388	01-Feb-2000	607388	01-Feb-2001
WORLDCONNECT	New Zealand	607389	01-Feb-2000	607389	01-Feb-2001
WorldConnect	Norway	200000697	02-Feb-2000		
WorldConnect	Saudi Arabia	62710	19-Feb-2000	54761	19-Feb-2000
WorldConnect	Saudi Arabia	62711	19-Feb-2000		
WorldConnect	Singapore	T0001999D	03-Feb-2000		

Page 10 of 11

Friday, June 01, 2001

FINAL

<u>Trademark Name</u>	<u>Country Name</u>	<u>App. Number</u>	<u>File Date</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
WorldConnect	Singapore	T0001639F	03-Feb-2000		
WorldConnect	South Africa	200001625	01-Feb-2000		
WorldConnect	South Africa	200001624	01-Feb-2000		
WorldConnect	Switzerland	013272000	08-Feb-2000		
WorldConnect	Taiwan	89007413	14-Feb-2000		
WorldConnect	Taiwan	89007412	14-Feb-2000		
WorldConnect	Thailand	415017	22-Mar-2000		
WorldConnect	United States of America	75902103	27-Jan-2000		
WorldConnect	United States of America	75902104	27-Jan-2000		
WORLDCONNECT	Venezuela	18092000	08-Feb-2000		
WORLDCONNECT	Venezuela	18142000	08-Feb-2000		

Friday, June 01, 2001

Page 11 of 11