

01-29-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



101972841

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 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

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 Delete/Referenced marks from prior assignment

Execution Date: Effective May 23, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2128275, 1128274, 2117527, 2140113, and 2202699

Additional number(s) attached Yes No

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:

5

7. Total fee (37 CFR 3.41):

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

50-0665



DO NOT USE THIS SPACE

9. Signature.

Heidi L. Sachs

Name of Person Signing

Signature (Handwritten)

1/17/02 Date

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

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

01/28/2002 6TOM11 00000195 500665 2128275

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

TRADEMARK REEL: 002432 FRAME: 0308

1/17/02

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	76058890	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	75315616	10-Jun-1997	2202699	10-Nov-1998
DIGITAL POCKETNET	United States of America	78029270	05-Oct-2000		
FLEXCELL	United States of America	7423188	04-Feb-1992	1825755	08-Mar-1994
FREE2GO WIRELESS	United States of America	76089178	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	1983309	30-Jan-1996
MINUTES TO GO	United States of America	75315615	10-Jun-1997	2211861	15-Dec-1998
MIO	United States of America	74664154	20-Apr-1995	2034379	28-Jan-1997
MIO	United States of America	74648974	20-Mar-1995	20058018	29-Apr-1997

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<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	76064251	06-Jun-2000		
POCKETNET	Austria	am555897	08-Oct-1997	173057	15-Dec-1997
POCKETNET	Canada	819369	30-Jul-1996	TMA522194	25-Jan-2000
POCKETNET	European Community	590126	12-Jun-1997	580125	06-May-1999
POCKETNET	Hong Kong	9919243	22-Dec-1999		
POCKETNET	Hong Kong	9919244	22-Dec-1999	B006772001	22-Dec-2005
POCKETNET	India	898151	17-Jan-2000		
POCKETNET	India	898152	17-Jan-2000		
POCKETNET	Korea, Republic of	993765	23-Dec-1999	0002524	07-Feb-2001
POCKETNET	Malaysia	9913455	28-Dec-1999		
POCKETNET	Malaysia	9913454	28-Dec-1999		

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<i>Trademark Name</i>	<i>Country Name</i>	<i>App. Number</i>	<i>File Date</i>	<i>Reg. Number</i>	<i>Reg. Date</i>
POCKETNET	Mexico	282861	19-Dec-1996	507602	29-Apr-1999
POCKETNET	Mexico	282860	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	200067255	16-Jun-2000		
POWER, PRODUCTS, PEOPLE.	United States of America	75109201	24-May-1996	2156811	29-Jun-1998
PREFERRED PRIVILEGES	United States of America	75196779	12-Nov-1996	2132179	27-Jan-1998
✓ SHARE ONE	United States of America	75128087	01-Jul-1996	2128275	13-Jan-1998
✓ SHAREONE & DESIGN	United States of America	75128066	01-Jul-1996	2128274	13-Jan-1998
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	1446814	07-Jul-1987
STAR*CELLFAX	United States of America	74339578	05-Aug-1991	1850902	23-Aug-1994
STILL THE ONE	United States of America	75109202	24-May-1996	2,128,220	13-Jan-1998

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<i>Trademark Name</i>	<i>Country Name</i>	<i>App. Number</i>	<i>File Date</i>	<i>Reg. Number</i>	<i>Reg. Date</i>
SURF LOUNGE	United States of America	76028836	03-Oct-2000		
TALK XPRESS	Canada	828810	12-Nov-1995	TMA539667	15-Jan-2001
TALK XPRESS	United States of America	75119195	13-Jun-1996	2283539	06-Oct-1999
TALK XPRESS (STYLIZED)	United States of America	75206697	02-Dec-1996	2181378	22-Sep-1998
TALK XPRESS (STYLIZED)	United States of America	75206797	02-Dec-1996	2184978	25-Aug-1998
THE BEST CALL YOU EVER MADE	United States of America	74286650	22-Jun-1992	1757229	06-Mar-1993
VANGUARD CELLULAR SYSTEMS, INC.	United States of America	73827938	27-Sep-1989	1627631	11-Dec-1990
VANGUARD.	United States of America	73827939	27-Sep-1989	1613264	11-Dec-1990
WORLD CONNECT	Armenia	960256	03-May-1996	3793	03-May-1996
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-1992	15419	05-Aug-1992
WORLD CONNECT	Bahamas	15421	05-Aug-1993	15421	05-Aug-1993
WORLD CONNECT	Bahamas	15420	05-Aug-1992	15420	05-Aug-1992
WORLD CONNECT	Belarus	0284873	05-Jul-1994	5719	14-Feb-1997

<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	9700875	08-Nov-1997		
WORLD CONNECT	Bohemia	921450	11-Jun-1992	56027C	08-Mar-1994
WORLD CONNECT	Bosnia	921455	11-Jun-1992	56028C	08-Mar-1994
WORLD CONNECT	Brazil	816884137	11-Sep-1992	816884137	31-May-1994
WORLD CONNECT	China	J2074528	10-Nov-1992		
WORLD CONNECT	China	J2074529	10-Nov-1992	672736	07-Jan-1994
WORLD CONNECT	China	93094454	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	120148	22-Mar-1993
WORLD CONNECT	Czech Republic	70264	15-Jul-1992	190094	20-May-1996
WORLD CONNECT	Denmark	VA0417892	12-Jun-1992	070431993	08-Oct-1993
WORLD CONNECT	Egypt	63555	22-Jun-1992	63555	24-Sep-1998
WORLD CONNECT	Estonia	0691	01-Oct-1992	14284	08-Dec-1994
WORLD CONNECT	Finland	288792	11-Jun-1992	139435	21-Aug-1995

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<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	80803	24-Jun-1994	8482	22-Aug-1997
WORLD CONNECT	Germany	A5254438WZ	10-Jun-1992	2082542	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	50792395	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	8151196	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	9217607	28-Jun-1992	269900	22-Jul-1993
WORLD CONNECT	Korea, Republic of	922571	23-Jun-1992	22911	07-Feb-1994

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<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	M92480	08-Jul-1992	M92060	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	14490	07-Jul-1992	424831	07-Jul-1992
WORLD CONNECT	Moldova	001594	08-May-1994	4040	07-Oct-1996
WORLD CONNECT	Morocco	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	26-Oct-1992

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<i>Trademark Name</i>	<i>Country Name</i>	<i>App. Number</i>	<i>File Date</i>	<i>Reg. Number</i>	<i>Reg. Date</i>
WORLD CONNECT	Portugal	284002	28-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	178706	24-Nov-1997
WORLD CONNECT	Suriname			13389	17-Sep-1992
WORLD CONNECT	Suriname			13395	17-Sep-1992
WORLD CONNECT	Taiwan	82002169	18-Jan-1993	84931	01-Jul-1993
WORLD CONNECT	Taiwan	82002168	18-Jan-1993	73831	01-Jan-1995
WORLD CONNECT	Tajikistan	95003227	27-Jun-1995	2878	25-Mar-1998
WORLD CONNECT	Turkey	129040	02-Dec-1993	151420	02-Dec-1993
WORLD CONNECT	Turkmenistan	3729	30-Jun-1995		
WORLD CONNECT	Ukraine	93128197	30-Dec-1993	10060	30-Jun-1998
WORLD CONNECT	United Kingdom	1507424	03-Mar-1992	81507424	20-Aug-1993
WORLD CONNECT	United States of America	253952	03-Mar-1992	1813128	21-Dec-1993

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<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	United States of America	251688	03-Mar-1992	1770653	29-Jun-1993
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	822098	02-Feb-2000	822098	02-Feb-2000
WORLDCONNECT	Brazil	822881528	04-May-2000		
WORLDCONNECT	Brazil	822681510	04-May-2000		
WorldConnect	Canada	1054944	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	8005782001	01-Feb-2000

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<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	6008792001	01-Feb-2000
WorldConnect	India	909463	13-Mar-2000		
WorldConnect	Indonesia	0001600	07-Feb-2000		
WorldConnect	Indonesia	J1001799	07-Feb-2000		
WorldConnect	Japan	200010763	10-Feb-2000		
WorldConnect	Korea, Republic of	2000466	03-Feb-2000		
WorldConnect	Mexico	409681	08-Feb-2000	645260	09-Feb-2000
WorldConnect	Mexico	409662	08-Feb-2000	650988	08-Feb-2000
WORLDCONNECT	New Zealand	607388	01-Feb-2000	607366	01-Feb-2001
WORLDCONNECT	New Zealand	607369	01-Feb-2000	607389	01-Feb-2001
WorldConnect	Norway	200000987	02-Feb-2000		
WorldConnect	Saudi Arabia	62710	19-Feb-2000	54761	19-Feb-2000
WorldConnect	Saudi Arabia	62711	19-Feb-2000		
WorldConnect	Singapore	T0001639D	03-Feb-2000		

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<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		

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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

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

Schedule A

Schedule A to an Assignment of Security dated as of May 7, 2000, by and between
CENTURY BUSINESS CREDIT CORPORATION and WELLS FARGO CREDIT, INC.

Title	Country	Application or Patent Number
Cosmetic Container (Square/Square/Round)	U.S.A.	293,832
Cosmetic Container (Square/Square/Square)	U.S.A.	293,833
Cosmetic Container (Oval/Oval/Round)	U.S.A.	293,834
Cosmetic Container (Tri/Tri/Round)	U.S.A.	293,835
Cosmetic Container (Oval/Oval/Oval)	U.S.A.	293,836
Cosmetic Container (Tri/Tri/Tri)	U.S.A.	293,942
Flashlight	U.S.A.	308,257
Cosmetic Brush	U.S.A.	4,404,977
Contoured Flocked Cosmetic Blush Flexers	U.S.A.	4,527,575
Color Shield Patents	U.S.A.	4,579,134
Cap Alignment Structure	U.S.A.	4,691,833
Smooth Drive Lipstick Container	U.S.A.	4,792,251
Third Hand	U.S.A.	4,907,769
Smooth Drive Cosmetic Container	U.S.A.	5,000,601
Pen-Size Flashlight	U.S.A.	5,070,438
Wiper Mounting Ring	U.S.A.	5,190,389
Threaded Cosmetic Applicator with Feed Channels	U.S.A.	5,224,787

Exhibit F - Form of Trademark Assignment

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.

Frank L. Politano

Name: Frank L. Politano

Title: Assistant Secretary

**SCHEDULE A
TRADEMARK AND SERVICE MARK ASSIGNMENT**

ASSIGNED MARKS

FINAL

SCHEDULE A - Assigned Marks

<i>Trademark Name</i>	<i>Country Name</i>	<i>App. Number</i>	<i>File Date</i>	<i>Reg. Number</i>	<i>Reg. Date</i>
ARRIVE SAFELY & DESIGN	United States of America	73656800	25-May-2000		
ARRIVE SAFELY & DESIGN	United States of America	76256891	25-May-2000		
AWE	United States of America	73616344	06-Apr-2000		
CLEARLY T-ONE	United States of America	75315616	10-Jul-1997	2202699	10-Nov-1998
DIGITAL POCKETNET	United States of America	73929270	05-Oct-2000		
FLEXCELL	United States of America	7423188	04-Feb-1992	1625756	08-Mar-1994
FREEGO WIRELESS	United States of America	70369176	14-Jun-2000		
GUARANTEE PLUS	United States of America	74546954	15-Mar-1995	1954694	06-Feb-1996
GUARANTEE PLUS	United States of America	74646953	15-Mar-1995	1959309	30-Jan-1995
MINUTES TO GO	United States of America	75315615	10-Jun-1997	2211867	15-Dec-1998
MIC	United States of America	74934154	20-Apr-1996	2034079	29-Jan-1997
MO	United States of America	74546974	20-Mar-1995	2005605	29-Apr-1997

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<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	75121923	19-Jun-1996	2117327	02-Dec-1997
ONE TO GO & DESIGN	United States of America	75124410	24-Jun-1996	2145113	03-Mar-1998
POCKETNET OFFICE	Canada	1084931	27-Jun-2000		
POCKETCARE	United States of America	75064251	06-Jun-2000		
POCKETNET	Austria	35555897	08-Oct-1997	173057	15-Dec-1997
POCKETNET™	Canada	819369	30-Jul-1998	TMA522184	25-Jan-2000
POCKETNET	European Community	500125	12-Jun-1997	580125	06-May-1999
POCKETNET	Hong Kong	5919243	22-Dec-1999		
POCKETNET	Hong Kong	5919244	22-Dec-1999	5006772001	22-Dec-2006
POCKETNET	India	898151	17-Jan-2000		
POCKETNET	India	898152	17-Jan-2000		
POCKETNET	Korea, Republic of	993755	23-Dec-1999	0002524	07-Feb-2001
POCKETNET	Malaysia	5813455	28-Dec-1999		
POCKETNET	Malaysia	5813454	28-Dec-1999		

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Trademark Name	Country Name	App. Number	File Date	Reg. Number	Reg. Date
POCKETNET	Mexico	292691	19-Dec-1999	507602	29-Apr-1999
POCKETNET	Mexico	282859	19-Dec-1996	545930	15-Apr-1997
POCKETNET	Singapore	79915506G	27-Dec-1998	502150	22-Dec-2000
POCKETNET	Singapore	79915506E	27-Dec-1998		
POCKETNET	Switzerland	052531997	01-Jul-1997	448756	01-Jul-1997
POCKETNET AND KATAKANA	Japan	200067255	18-Jun-2000		
POWER PRODUCTS PEOPLE	United States of America	75109201	24-May-1998	2198811	28-Jun-1998
PREFERRED PRIVILEGES	United States of America	75193779	12-Nov-1996	2192179	27-Jan-1998
SHARE ONE	United States of America	75126087	01-Jul-1996	2128275	13-Jan-1998
SHAREONE & DESIGN	United States of America	75128066	01-Jul-1996	2128274	13-Jan-1998
SPEEDING ONE LOGO	United States of America	588355	17-Mar-1985	1478343	01-Mar-1988
SPEEDING ONE LOGO	United States of America	588356	17-Mar-1985	1448814	07-Jun-1987
STAR*CELLFAX	United States of America	74333676	05-Aug-1991	1050902	23-Aug-1994
STILL THE ONE	United States of America	75109202	24-May-1996	2128220	13-Jan-1998

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<i>Trademark Name</i>	<i>Country Name</i>	<i>APP. Number</i>	<i>File Date</i>	<i>Reg. Number</i>	<i>Reg. Date</i>
SURF LOUNGE	United States of America	76028336	03-Oct-2000		
TALK XPRESS	Cambodia	828610	12-Nov-1995	TMA38657	15-Jan-2001
TALK XPRESS	United States of America	75119195	13-Jun-1996	2283509	06-Oct-1999
TALK XPRESS (STYLIZED)	United States of America	75208897	02-Dec-1996	2181979	22-Sep-1999
TALK XPRESS (STYLIZED)	United States of America	75208197	02-Dec-1996	2184870	25-Aug-1999
THE BEST CALL YOU EVER MADE	United States of America	74286650	22-Jun-1992	1757228	06-Mar-1993
VANGUARD CELLULAR	United States of America	73827838	27-Sep-1989	1627601	11-Dec-1990
VANGUARD	United States of America	73827999	27-Sep-1989	1613264	11-Dec-1990
WORLD CONNECT	Armenia	550256	09-May-1996	3793	03-May-1996
WORLD CONNECT	Aruba	93072012	25-Jul-1992	15821	14-Sep-1992
WORLD CONNECT	Azerbaijan	9406853	02-Aug-1994	571492	10-Sep-1997
WORLD CONNECT	Bahamas	15419	06-Aug-1992	15419	05-Aug-1992
WORLD CONNECT	Bahamas	15421	06-Aug-1993	15421	05-Aug-1993
WORLD CONNECT	Bahamas	15420	06-Aug-1992	15420	05-Aug-1992
WORLD CONNECT	Belarus	0054673	06-Jul-2004	5719	14-Feb-1997

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<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	Brazil	8700676	06-Nov-1997		
WORLD CONNECT	Bahia	521450	11-Jun-1992	560270	08-Mar-1994
WORLD CONNECT	Bosnia	521455	11-Jun-1992	560260	06-Mar-1994
WORLD CONNECT	Brazil	816884137	11-Sep-1992	816884137	31-May-1994
WORLD CONNECT	China	J2074528	10-Nov-1992		
WORLD CONNECT	China	J2074529	10-Nov-1992	672738	07-Jan-1994
WORLD CONNECT	China	83094454	25-Sep-1993	1145878	21-Jan-1996
WORLD CONNECT	Cuba	17793	22-Mar-1993	120145	22-Mar-1993
WORLD CONNECT	Cuba	17793	22-Mar-1993	120146	22-Mar-1993
WORLD CONNECT	Czech Republic	70264	15-Nov-1992	150054	20-May-1996
WORLD CONNECT	Denmark	VA0417952	12-Jun-1992	070431993	08-Oct-1993
WORLD CONNECT	Egypt	53355	22-Jun-1992	63355	24-Sep-1998
WORLD CONNECT	Estonia	0651	01-Oct-1992	14284	08-Dec-1994
WORLD CONNECT	Finland	288732	11-Jun-1992	139435	21-Aug-1995

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<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	50903	24-Jun-1994	5482	22-Aug-1997
WORLD CONNECT	Germany	A5254488WZ	10-Jun-1992	2082542	19-Aug-1994
WORLD CONNECT	Greece	113429	23-Mar-1993	113428	23-Mar-1993
WORLD CONNECT	Hong Kong	8210940	03-Mar-1992	800865594	03-Mar-1992
WORLD CONNECT	Hong Kong	8210940	03-Mar-1992	80792395	03-Mar-1992
WORLD CONNECT	Indonesia	H4HC01611011	29-Sep-1993	322588	28-Aug-1992
WORLD CONNECT	Indonesia	H4HC01611011	29-Sep-1993	322589	28-Aug-1992
WORLD CONNECT	Ireland	923568	20-Jul-1992	151157	20-Jul-1992
WORLD CONNECT	Ireland	923567	20-Jul-1992	8151196	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	923572	23-Jun-1992	20834	29-Jul-1993
WORLD CONNECT	Korea, Republic of	9217607	26-Jun-1992	268900	22-Jul-1993
WORLD CONNECT	Korea, Republic of	923571	23-Jun-1992	22911	07-Feb-1994

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<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	9-5826	24-Sep-1993		
WORLD CONNECT	Korea, Republic of	95/1	23-Mar-1995	22911	17-Jan-1997
WORLD CONNECT	Kyrgyz Republic	11-57	20-Jun-1995	3466	28-Jun-1998
WORLD CONNECT	Latvia	M22480	09-JUL-1992	M22060	20-Feb-1996
WORLD CONNECT	Lithuania	7752P	27-Aug-1992	20593	15-Nov-1984
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	MA537832	04-Aug-1992	9205378	24-Aug-1992
WORLD CONNECT	Malaysia	MA1948787	01-Dec-1997		
WORLD CONNECT	Mexico	144090	07-JUL-1992	424831	07-Jul-1992
WORLD CONNECT	Mexico	001594	26-May-1994	4040	07-Oct-1998
WORLD CONNECT	Morocco	14574	15-JUL-1992	5214543	15-Jul-1992
WORLD CONNECT	Nepal	10373061		10373061	21-Feb-1995
WORLD CONNECT	Netherlands Antilles	17077	07-Aug-1992	17077	26-Oct-1992

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<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	28-Jun-1992	354002	17-Feb-1994
WORLD CONNECT	Portugal	284001	29-Jun-1992	284001	17-Feb-1994
WORLD CONNECT	Russian Federation	193708	19-Jun-1992	110553	18-Jun-1992
WORLD CONNECT	Slovakia	72284	15-Jul-1992	178705	24-Nov-1997
WORLD CONNECT	Suriname			13309	17-Sep-1992
WORLD CONNECT	Suriname			13308	17-Sep-1992
WORLD CONNECT	Taiwan	82002169	13-Jan-1993	64931	01-Jul-1993
WORLD CONNECT	Taiwan	82002168	18-Jan-1993	73831	01-Jan-1995
WORLD CONNECT	Tajikistan	95003227	27-Jun-1995	2875	26-Mar-1998
WORLD CONNECT	Turkey	129040	02-Dec-1993	151420	02-Dec-1993
WORLD CONNECT	Turkmenistan	3728	30-Jun-1995		
WORLD CONNECT	Ukraine	93125187	30-Dec-1993	13060	30-Jun-1998
WORLD CONNECT	United Kingdom	1607424	03-Mar-1992	81507424	20-Aug-1993
WORLD CONNECT	United States of America	253302	03-Mar-1992	1818128	21-Dec-1993

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Trademark Name	Country Name	App. Number	File Date	Reg. Number	Reg. Date
WORLD CONNECT	United States of America	251935	03-Mar-1992	1779653	29-Jun-1993
WORLD CONNECT	United States of America	251979	03-Mar-1992	1734437	21-Sep-1993
WORLD CONNECT	Uzbekistan	9400923	07-Feb-1994		
WORLD CONNECT	Venezuela	912546	17-Jun-1992		
WorldConnect	Australia	822568	02-Feb-2000	502058	02-Feb-2000
WORLDCONNECT	Brazil	822581528	04-May-2000		
WORLDCONNECT	Brazil	822581510	04-May-2000		
WorldConnect	Canada	1054544	12-Apr-2000		
WorldConnect	China	2000017306	14-Feb-2000		
WorldConnect	China	2000017306	14-Feb-2000		
WorldConnect	Egypt	130630	14-Feb-2000		
WorldConnect	Egypt	130637	14-Feb-2000		
WorldConnect	European Community	1492069	04-Feb-2000		
WorldConnect	Hong Kong	200002041	01-Feb-2000	800578001	01-Feb-2000

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<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	200032342	01-Feb-2000	5066732001	01-Feb-2000
WorldConnect	India	909483	13-Mar-2000		
WorldConnect	Indonesia	0001500	07-Feb-2000		
WorldConnect	Indonesia	J1001709	07-Feb-2000		
WorldConnect	Japan	295310763	10-Feb-2000		
WorldConnect	Korea, Republic of	2000466	03-Feb-2000		
WorldConnect	Mexico	409651	08-Feb-2000	645260	09-Feb-2000
WorldConnect	Mexico	409652	08-Feb-2000	656658	09-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	200000997	02-Feb-2000		
WorldConnect	Saudi Arabia	62710	19-Feb-2000	54761	19-Feb-2000
WorldConnect	Saudi Arabia	62711	19-Feb-2000		
WorldConnect	Singapore	T1001539D	03-Feb-2000		

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<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	T0001838F	03-Feb-2000		
WorldConnect	South Africa	200001825	01-Feb-2000		
WorldConnect	South Africa	200001824	01-Feb-2000		
WorldConnect	Switzerland	013272000	09-Feb-2000		
WorldConnect	Taiwan	85007413	14-Feb-2000		
WorldConnect	Taiwan	85007412	14-Feb-2000		
WorldConnect	Thailand	415517	22-Mar-2000		
WorldConnect	United States of America	75902103	27-Jan-2000		
WorldConnect	United States of America	75902104	27-Jan-2000		
WORLDCONNECT	Venezuela	18092003	08-Feb-2000		
WORLDCONNECT	Venezuela	18142000	08-Feb-2000		

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Exhibit I- 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

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

PERKINS COIE LLP

1201 THIRD AVENUE, SUITE 4800 - SEATTLE, WASHINGTON 98101-3099

TELEPHONE: 206 583-8888 - FACSIMILE: 206 583-8500

HEIDI L. SACHS
(206) 287-8506
sachh@perkinscoie.com

November 21, 2001

VIA EXPRESS MAIL EV012492510US

Commissioner For Trademarks
Box Assignments
Washington, D.C. 22202

Re: Recordation of Assignment of Trademark Rights
Applicant: AT&T Wireless Services, Inc.
Our Ref.: 10194-4000

Dear Sir/Madam:

Enclosed for recordation is a recordation cover sheet, Assignment of Trademark Rights, and a schedule of marks to be assigned. The Commissioner is authorized to charge the required fees to **Deposit Account No. 50-0665**.

Please issue any future registrations for the assigned applications in the name of the AT&T Wireless Services, Inc. In addition, please direct all future correspondence regarding the applications to the undersigned.

We are also enclosing a copy of the Revocation and New Power of Attorney executed by an officer of AT&T Wireless Services, Inc. Please update your records to reflect the new filing correspondent as follows:

Heidi L. Sachs
Perkins Coie LLP
1201 Third Avenue, Suite 4800
Seattle, WA 98101

[10194-4000/SL013230.173]

BEIJING BELLEVUE BOISE DENVER HONG KONG LOS ANGELES MENLO PARK OLYMPIA PORTLAND SAN FRANCISCO SEATTLE SPOKANE WASHINGTON, D.C.

TRADEMARK
REEL: 002432 FRAME: 0341

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: _____

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

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

A. Trademark Application No.(s)
See Attached Exhibit 1

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

Additional number(s) attached Yes No

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

Name of Person Signing

Heidi Sachs
Signature

11-21-01

Date

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

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 72nd 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 Jaqueline 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.

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

FINAL

Company Name: AT&T Wireless Services, Inc.

Address: P.O. Box 97059
14520 NE 87th Street
Redmond, Washington 98052

REVOCATION OF POWER
OF ATTORNEY AND
APPOINTMENT OF NEW
ATTORNEY

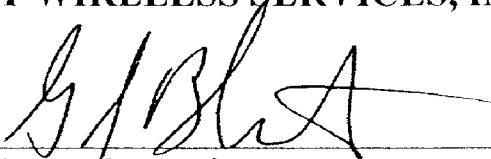
AT&T Wireless Services, Inc. hereby revokes all previous powers of attorney and appoints the law firm Perkins Coie LLP, 1201 Third Avenue, Suite 4800, Seattle, Washington 98101-3099, (206) 583-8888, including Davina L. Childs, Kirsten W. Foster, Brian Geoghegan, Lynne E. Graybeal, Grace J. Han, Lalitha Mani, Paul T. Parker, Heidi L. Sachs, Catherine H. Tran, Ruth Walters, Brent Sanders, John M. Wechkin and Robert G. Woolston, each of whom is admitted to practice law in the State of Washington and/or another state of the United States, with full power of substitution and revocation, to make alterations and amendments and to transact all business in the U.S. Patent and Trademark Office in connection with this matter.

Please direct all correspondence to Heidi L. Sachs at said firm.

DATED: July 12, 2001.

AT&T WIRELESS SERVICES, INC.

By



Glenn Blumstein
Assistant Secretary

Company Name: AT&T Wireless Services, Inc.

Address: P.O. Box 97059
14520 NE 87th Street
Redmond, Washington 98052

REVOCATION OF POWER
OF ATTORNEY AND
APPOINTMENT OF NEW
ATTORNEY

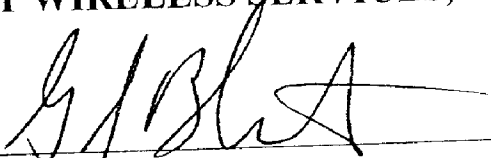
AT&T Wireless Services, Inc. hereby revokes all previous powers of attorney and appoints the law firm Perkins Coie LLP, 1201 Third Avenue, Suite 4800, Seattle, Washington 98101-3099, (206) 583-8888, including Davina L. Childs, Kirsten W. Foster, Brian Geoghegan, Lynne E. Graybeal, Grace J. Han, Lalitha Mani, Paul T. Parker, Heidi L. Sachs, Catherine H. Tran, Ruth Walters, Brent Sanders, John M. Wechkin and Robert G. Woolston, each of whom is admitted to practice law in the State of Washington and/or another state of the United States, with full power of substitution and revocation, to make alterations and amendments and to transact all business in the U.S. Patent and Trademark Office in connection with this matter.

Please direct all correspondence to Heidi L. Sachs at said firm.

DATED: July 12, 2001.

AT&T WIRELESS SERVICES, INC.

By



Glenn Blumstein
Assistant Secretary