

03-04-2002

EET

Docket No.:

47025/0001



-Y

101999882

Tab settings

To the Honorable Commissioner of Pa

101999882. Record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Net2000 Communications Services, Inc.

2.19.02

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

Additional names(s) of conveying party(ies) Yes No

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

Name: **Cavalier Telephone, L.L.C.**

Internal Address **2134 West Laburnum Avenue**

Street Address: _____

City: **Richmond** State: **VA** ZIP: **23227**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other **Virginia limited liability company**

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **February 4, 2002**

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

A. Trademark Application No.(s)

76/202099	76/218110
75/582085	76/229166
76/201082	76/168179

Additional numbers Yes No

B. Trademark Registration No.(s)

2,399,189	2,477,567
2,195,976	2,195,975
1,890,207	

Additional numbers Yes No

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

Name: **Kimberly A. Audet**

Internal Address: **Edwards & Angell, LLP**

Street Address: **101 Federal Street**

City: **Boston** State: **MA** ZIP: **02110**

6. Total number of applications and registrations involved:..... 11

7. Total fee (37 CFR 3.41):.....\$ **\$290.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

02-19-2002
U.S. Patent & TMO/TM Mail Rpt Dt. #11

03/01/2002 LHMULLER 00000186 76202099 DO NOT USE THIS SPACE

01 FC:481		40.00 OP	
02 FC:482		250.00 OP	

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.

Kimberly A. Audet *Kimberly A. Audet* **February 15, 2002**

Name of Person Signing Signature Date

ASSIGNMENT OF TRADEMARKS

WHEREAS, **Net2000 Communications Services, Inc.** (“Assignor”), a Delaware corporation having a place of business at 2180 Fox Mill Road, Herndon, VA 20171, warrants and represents that it has adopted, used, and is using the trademarks set out on Schedule A hereto (the “Trademarks”) for communications services; and

WHEREAS, **Cavalier Telephone, L.L.C.** (“Assignee”), a Virginia limited liability company, having a place of business at 2134 West Laburnum Avenue, Richmond, Virginia 23227, has, under a certain Asset Purchase Agreement by and among Assignee and certain of its affiliates and Assignor and certain of its affiliates dated November 15, 2001, acquired the assets and business of Assignor, including all of Assignor's right, title and interest in the Trademarks, together with the good will of the business symbolized by the Trademarks, and the U.S. trademark applications and registrations thereof, including any corresponding foreign trademark applications or registrations granted on said Trademarks;

NOW THEREFORE, for valuable consideration, receipt of which is hereby acknowledged, Assignor hereby grants and assigns unto Assignee all right, title, and interest in the Trademarks, together with the goodwill symbolized by the Trademarks and the U.S. trademark applications and registrations thereof, and any corresponding foreign trademark applications or registrations granted for said Trademarks;

[SIGNATURE PAGE TO FOLLOW]

BOS2_189240_1/BCAMPBELL

TRADEMARK
REEL: 002452 FRAME: 0559

This Assignment of Trademarks is executed at RESTON [city],

VIRGINIA [state], this 4th day of FEBRUARY, 2002.

NET2000 COMMUNICATIONS SERVICES, INC.

By: *Lee Wemes*

Title: GENERAL COUNSEL