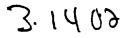
03-19-2002



(Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)	102021	U.S. Patent and Train
Tab settings	<u> </u>	<u> </u>
To the Honorable Commissioner of Pa	tents and Trademarks: I	Please record the attached original documents or copy the
Name of conveying party(ies):		Name and address of receiving party(ies)
USM Group Holdings Limited c/o Arthur	· Andersei	Name: USM Corporation
1 Surrey Street		Internal
London WC2R 2NT England	Association	Address:
		Street Address: 165 Ledge Street
General Partnership L Corporation-State	Limited Partnership	City: Nashua State: NH Zip: 03060
Other an entity organized under the	e laws of	
England and Wa		Individual(s) citizenship
Additional name(s) of conveying party(ies) at		Association
	25.100. []163[4]140	General Partnership
3. Nature of conveyance:	_	Limited Partnership
✓ Assignment	Merger	Corporation-State Delaware
Security Agreement	Change of Name	Other
Other		If assignee is not domiciled in the United States, a domestic representative designation is attached:
Execution Date: March 8, 2002		(Designations must be a separate document from assignment Additional name(s) & address(es) attached?
4. Application number(s) or registration n	umber(s):	
A. Trademark Application No.(s)		B. Trademark Registration No.(s)
A. Fragoriant Application 140.(5)		995,576 938,715 93
		330,070 330,713 33
	Additional number(s) at	tached Yes 🗸 No
5. Name and address of party to whom correspondence		6. Total number of applications and
concerning document should be mailed:		registrations involved:
Name: Michael Taricano		20.00
nternal Address: USM Corporation		7. Total fee (37 CFR 3.41)\$_90.00
		✓ Enclosed
		ا ا
		X Authorized to be charged to deposit acc
Street Address: 165 Ledge Street		8. Deposit account number:
Street Address:		·
		50-1349
City: Nashua State: NH Zi	ip: ⁰³⁰⁶⁰	
	'Y·	THIS SDACE
Oily	DO NOT HEE	
	DO NOT USE	TING SPACE
	DO NOT USE	THIS SPACE
9. Signature.	DO NOT USE	
9. Signature. Michael Taricane	DO NOT USE	mcano March 8, 2002
9. Signature. Michael Taricane Name of Person Signing	M. Fa	March 8, 2002
9. Signature. Michael Taricane Name of Person Signing	S al number of pages including cov	mcano March 8, 2002

TRADEMARK REEL: 002463 FRAME: 0893

T-242 P.002/009 F-281

Mar-11-02 09:11pm Prom-

IN THE UNITED STATES TRADEMARK OFFICE

Marks: USM; Ring Logo; Ring Logo

Registration Numbers: 995,576; 938,715; 939,746

TRADEMARK ASSIGNMENT

WHEREAS, USM Group Holdings Ltd. (In Administrative Receivership), an entity currently organized under the laws of England and Wales (currently in administration in the United Kingdom) with offices at c/o Arthur Andersen, 1 Surrey Street, London, WC2R 2NT (the "Assignor"), owns the federal tradsmark registration of the mark USM, which is registered in the United States Patent and Tradsmark Office, Registration No. 995,576, dated October 15, 1974 (the "USM Mark");

WHEREAS, Assignor owns the federal trademark registration of the "Ring Logo" mark, which is registered in the United States Patent and Trademark Office, Registration No. 938,715, dated July 25, 1972 ("Ring Logo 1");

WHEREAS, Assignor owns the federal trademark registration of the "Ring Logo" mark, which is registered in the United States Parent and Trademark Office, Registration No. 939,746, dated August 1, 1972 ("Ring Logo 2" and, together with the USM Mark and Ring Logo 1, the "Trademarks"); and

WHEREAS, USM Corporation, a Delaware corporation with offices at 165 Ledge Street, Nashua, NH 03060 ("Assignae"), desires to acquire all right, title and interest in and to each of the Trademarks, including the registration thereof.

NOW THEREFORE, for the consideration of \$100.00 (U.S.) paid by Assigner, the receipt and sufficiency of which is hereby acknowledged by the Assignor, Assignor hereby useigns to Assignee all of Assignor's right, title and interest in and to each of the Trademarks, together with the goodwill of the business symbolized by each of the Trademarks and the right to sue and collect damages and/or profits for past inflingements of each of the Trademarks.

Assignce accepts the foregoing assignment of each of the Trademarks.

14 CELLEIR - 11804EB - AIJ//

TRADEMARK
REEL: 002463 FRAME: 0894

P. 005

T-242 P.008/003 F-231

Mar-11-02 03:11pm From-

IN WITNESS WHEREOF, the parties have voluntarily, knowingly and willingly executed this Trademark Assignment on this $8 \pm h$ day of Morch, 2002.

USM GROUP HOLDINGS LTD.
(In Administrative Beceivership)
By:
Name: IAN BEST
TITLE: JOINIT ADMINISTRATIVE RECEIVER ACTING AS ACENT OF THE COMPANY AND EXPRESSLY WITHOUT PRESONAL LIABILITY
USM CORPORATION
By: hu Sanicamo
Name: Michael Taricano
Tile: President

///BA - 83198/1 - 8131132 V1



HOGAN & HARTSON

L.L.P.

Writer's Direct Dial: 202-637-6433

COLUMBIA SQUARE
555 THIRTEENTH STREET, NW
WASHINGTON, DC 20004-1109
TEL (202) 637-5600

TEL (202) 637-5600 FAX (202) 637-5910

WWW.HHLAW.COM

March 14, 2002

Box Assignments FEE Commissioner for Trademarks 2900 Crystal Drive Arlington, VA 22202-3513

Dear Madam:

Enclosed for filing is the Recordation Cover Sheet and Conveyance document to record the name change from USM GROUP HOLDINGS LIMITED to USM CORPORATION.

Enclosed is a check for \$90.00 representing the filing fee. Should additional charges be incurred in this matter, please charge them against the Deposit Account of Hogan & Hartson L.L.P., Account No. 50-1349, and reference our client number 83195-0001. An extra copy of this letter is enclosed for this purpose.

Respectfully submitted,

Shelly L. McGee

SLM/rmb

Enclosures

REEL: 002463 FRAME: 0896

HOGAN & HARTSON

L.L.P.

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SLM/rmb

Enclosures

RECORDED: 03/14/2002 REEL: 002463 FRAME: 0897