


Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼	RECORDATION FORM COVER SHEET TRADEMARKS ONLY	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): Shared Technologies Allegiance, Inc. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State Delaware <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <u>General Electric Capital Corporation</u> Internal Address: _____ Address: _____ Street Address: <u>120 Long Ridge Road</u> City: <u>Stamford</u> State: <u>CT</u> Zip: <u>06927</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>	
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Pledge Supplement</u> Execution Date: <u>11/27/2002</u>	4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ _____ B. Trademark Registration No.(s) <u>2224897 2156742</u> <u>1967675 1916832 1550512 1312175 1551755</u> Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <u>1936477</u>	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Scott Brown, Esq.</u> Internal Address: _____ <u>Skadden, Arps, Slate, Meagher & Flom LLP</u> _____ Street Address: <u>Four Times Square</u> _____ City: <u>New York</u> State: <u>NY</u> Zip: <u>10036-6522</u>	6. Total number of applications and registrations involved: 8 7. Total fee (37 CFR 3.41).....\$ <u>215</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>19-2385 (Our Ref: 550100-8)</u>	
DO NOT USE THIS SPACE		
9. Signature. <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="width: 30%;"> <u>Scott Brown</u> Name of Person Signing </div> <div style="width: 30%; text-align: center;">  Signature </div> <div style="width: 30%; text-align: right;"> <u>January 24, 2003</u> Date </div> </div> <div style="text-align: center; margin-top: 10px;"> Total number of pages including cover sheet, attachments, and document: 4 </div>		

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

PLEDGE SUPPLEMENT

This PLEDGE SUPPLEMENT is delivered pursuant to the Pledge and Security Agreement, dated as of February 15, 2000 (as it may be from time to time amended, modified or supplemented, the "Security Agreement"), among Allegiance Telecom, Inc. and Allegiance Telecom Company Worldwide, as Grantors thereunder and hereunder, the other Grantors named therein, and General Electric Capital Corporation (as successor to Toronto Dominion (Texas), Inc.), as Secured Party. Capitalized terms used herein not otherwise defined herein shall have the meanings ascribed thereto in the Security Agreement.

Subject to the terms and conditions of the Security Agreement, each Grantor hereby notifies Secured Party of such Grantor's right, title and interest in and to the assets listed on Supplemental Schedule attached hereto (the "Additional Collateral"), in which assets a security interest has been granted pursuant to Section 1 of the Security Agreement, in each case whether now or hereafter existing or in which such Grantor now has or hereafter acquires an interest and wherever the same may be located. The Additional Collateral shall be deemed to be part of the Collateral and hereafter subject to each of the terms and conditions of the Security Agreement.


IN WITNESS WHEREOF, each Grantor has caused this Pledge Supplement to be duly executed and delivered by its duly authorized officer as of November 27, 2002.

GRANTOR:

ALLEGIANCE TELECOM COMPANY WORLDWIDE

By: 
Name: Mark B. Tresnowski
Title: Executive Vice President and Secretary

SHARED TECHNOLOGIES ALLEGIANCE, INC.

By: 
Name: Mark B. Tresnowski
Title: Executive Vice President and Secretary

Supplemental SchedulePLEDGED STOCK

Subject to the terms and conditions of the Security Agreement, Allegiance Telecom Company Worldwide hereby grants to Secured Party a security interest in all of its right, title and interest in and to the following shares of capital stock:

Stock Issuer	Class of Stock	Stock Cert. No.	Par Value	Stock Certificate	Percentage of Outstanding Pledged Stock Pledged
Shared Technologies Allegiance, Inc.	Common Stock	No. 1	\$.01	One share	100%

REGISTERED TRADEMARKS AND SERVICE MARKS

Subject to the terms and conditions of the Security Agreement, Shared Technologies Allegiance, Inc.* hereby grants to Secured Party a security interest in all of its right, title and interest in and to the following marks:

Shared Technologies Fairchild	Registration No. 2224897
STF Eye	Registration No. 2156742
Front Desk (Trademark)	Registration No. 1967675
Shared Technologies Cellular	Registration No. 1916832
Shared Technologies Inc.	Registration No. 1550512
LEXAR	Registration No. 1312175
LEXAR	Registration No. 1551755
LEXAR	Registration No. 1936477

* Assignment documents filed with the PTO, to transfer title from Shared Technologies Fairchild, Inc. or Shared Technologies Fairchild Telecom, Inc., as the case may be, to Shared Technologies Allegiance, Inc.

PATENTS

Subject to the terms and conditions of the Security Agreement, Shared Technologies Allegiance, Inc.* hereby grants to Secured Party a security interest in all of its right, title and interest in and to the following patents:

Integrated Digital Network

Registration No. 4612634

Hotel Telephone Faceplate

Registration No. D284662

Program Feature Card

Registration No. 4627046

* Assignment documents filed with the PTO, to transfer title from Shared Technologies Fairchild, Inc. to Shared Technologies Allegiance, Inc.