

03-05-2003



To the Honorable Commissioner

102381391

ed original documents or copy thereof.

1. Name of conveying party(ies):
WilTel Communications, LLC (formerly
Williams Communications, LLC)
3-3-03
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Limited Liability Company

2. Name and address of receiving party(ies)
Name: Video Network Communications, Inc
Internal
Address: _____
Street Address: 50 International Drive
City: Portsmouth State: NH Zip: 03801
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Delaware
 Other

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

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

Execution Date: February 14, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2,227,585;
2,676,372

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name Matthew J. Savino, Esq.

6. Total number of applications and registrations involved:

Internal Address: _____
Latham & Watkins LLP

7. Total fee (37 CFR 3.41).....\$ 65.00
 Enclosed
 Authorized to be charged to deposit account

Street Address: 885 Third Avenue
Suite 1000

8. Deposit account number:
50-1988

City: New York State: NY Zip: 10022

DO NOT USE THIS SPACE

9. Signature.

NICHOLAS G. MUELLER
Name of Person Signing

Nicholas G. Mueller
Signature

Feb. 24, 2003
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

03/05/2003 LMUELLER 00000077 501988 2227585

Q1 FC:8521 40.00 CH
Q2 FC:8522 25.00 CH

TRADEMARK ASSIGNMENT

Dated as of February 14, 2003

This ASSIGNMENT made by WilTel Communications, LLC (formerly Williams Communications, LLC), a Delaware limited liability company, having a business address and situs at One Technology Center, Tulsa, Oklahoma 74103 (the "ASSIGNOR"), to Video Network Communications, Inc., a Delaware corporation, having a business address and situs at 50 International Drive, Portsmouth, New Hampshire 03801 (the "ASSIGNEE");

WHEREAS, ASSIGNOR adopted and used or otherwise owned trademarks set forth in SCHEDULE A, attached hereto and made a part hereof, said trademarks, including all registrations and applications for registration thereof and all rights to sue and recover for past infringement thereof, being collectively referred to herein as the "ASSIGNED TRADEMARKS";

WHEREAS, ASSIGNEE and ASSIGNOR wish to transfer record title to the ASSIGNED TRADEMARKS and to execute a document suitable for recordation in the United States Patent and Trademark Office and other trademark offices worldwide;

NOW THEREFORE, pursuant to an Asset Purchase Agreement, dated as of January 27, 2003, and in consideration of Ten Dollars (\$10.00) paid by ASSIGNEE to ASSIGNOR and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby assign, sell and transfer to ASSIGNEE all right, title and interest in and to the ASSIGNED TRADEMARKS, including, but not limited to, all benefits, privileges, causes of action and remedies, including, without limitation, the exclusive rights to apply for and maintain all registrations, renewals and/or extensions thereof and grant licenses or other interests therein. The foregoing includes, and ASSIGNOR hereby assigns, sells and transfers to ASSIGNEE, the goodwill symbolized by the ASSIGNED TRADEMARKS.

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SCHEDULE A

MARK	COUNTRY	REG NO/ REG DATE	INT'L CLASS	STATUS
TalkPoint and Design	US	2,227,585/ 03/02/1999	42	REGISTERED
ActiveCast	US	2,676,372/ 01/21/2003	38	REGISTERED