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



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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): FASTNET CORPORATION

- Individual(s) Association General Partnership Limited Partnership Corporation-State 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: March 28, 2003

2. Name and address of receiving party(ies)

Name: Equinox Business Credit Corp. Internal Address:

Street Address: 120 Wood Avenue South, Ste 515 City: Iselin State: NJ Zip: 08830

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State New Jersey 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 Schedule A to Trademark Assignment of Security

B. Trademark Registration No.(s) See Schedule A to Trademark Assignment of Security

Additional number(s) attached Yes No

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

Name: Federal Research Corporation

Internal Address:

Street Address: 1030 15th Street NW, Suite 920

City: Washington State: DC Zip: 20005

6. Total number of applications and registrations involved: 16

7. Total fee (37 CFR 3.41): \$ 415.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Loukia Harris Name of Person Signing

[Signature] Signature

April 15, 2003 Date

Total number of pages including cover sheet, attachments, and document: 6

04 21/2003 LMUELLER 00000064 2213670 01 FC:871 40.00 DP 02 FC:872 375.00 DP

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

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated March 28, 2003, by and between FASTNET CORPORATION and EQUINOX BUSINESS CREDIT CORP.

<u>REGISTRATION OR APPLICATION NO.</u>	<u>REGISTRATION OR FILING DATE</u>	<u>MARK</u>
2,213,670	12/29/98	FASTNET
2,463,344	06/26/01	FASTNET
2,212,720	12/22/98	Incomplete Circle Design
2,436,464	03/20/01	123HOSTME! (Stylized)
75/807,762	09/24/99	INTERNET UNLIMITED
2,548,577	03/12/02	TOTAL MANAGED SECURITY
2,423,061	01/23/01	CC/VPN
2,436,570	03/20/01	CNF
2,401,122	10/31/00	CUSTOMER NETWORK FACILITY
2,401,121	10/31/00	CUSTOMER CONTROLLED VIRTUAL PRIVATE NETWORK
2,432,426	02/27/01	1-888-321-FAST
2,514,499	12/04/01	TMS
2,581,588	06/18/02	FASTNET
2,614,497	09/03/02	Miscellaneous Design (Incomplete Circle)
2,136,830	12/17/98	SUPERLINK
2,389,449	09/26/00	NETREACH

**TRADEMARK ASSIGNMENT OF SECURITY**

WHEREAS, FASTNET CORPORATION, a corporation formed under the laws of Pennsylvania, located at Two Courtney Place, Suite 130, 3864 Courtney Street, Bethlehem, Pennsylvania 18017 ("Grantor"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor and various subsidiaries of Grantor (collectively, the "Borrowers") are obligated to Equinox Business Credit Corp ("Lender") pursuant to (i) a certain Loan and Security Agreement, dated the date hereof, among Lender, Borrowers and the other credit parties named therein and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantor in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Lender a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby grant and convey to Lender a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Grantor expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment of security interest granted hereby are more fully set forth in the Agreements.

Dated: March 28<sup>th</sup>, 2003

Witness:

*Sara J. Phillips*

FASTNET CORPORATION

By: *[Signature]*  
Name: Ward Schulte  
Its: CFO

Witness:

\_\_\_\_\_

EQUINOX BUSINESS CREDIT CORP.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

**TRADEMARK ASSIGNMENT OF SECURITY**

WHEREAS, FASTNET CORPORATION, a corporation formed under the laws of Pennsylvania, located at Two Courtney Place, Suite 130, 3864 Courtney Street, Bethlehem, Pennsylvania 18017 ("Grantor"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor and various subsidiaries of Grantor (collectively, the "Borrowers") are obligated to Equinox Business Credit Corp ("Lender") pursuant to (i) a certain Loan and Security Agreement, dated the date hereof, among Lender, Borrowers and the other credit parties named therein and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantor in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Lender a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby grant and convey to Lender a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Grantor expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment of security interest granted hereby are more fully set forth in the Agreements.

Dated: March 28<sup>th</sup>, 2003

Witness:

*Sara J. Phillips*

FASTNET CORPORATION

By: *[Signature]*  
Name: Ward Schulte  
Its: CFO

Witness:

*Jeffrey Reed*

EQUINOX BUSINESS CREDIT CORP.

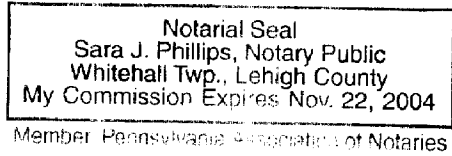
By: *[Signature]*  
Name:  
Its:

STATE OF Pennsylvania )  
: ss.:

COUNTY OF Northampton )

On this 28<sup>th</sup> day of March, 2003, before me personally came Ward Schultz, to me known, who, being by me duly sworn, did depose and say that he is the CFO of Fastnet Corporation, the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

Sara J. Phillips  
Notary Public



STATE OF \_\_\_\_\_ )  
: ss.:

COUNTY OF \_\_\_\_\_ )

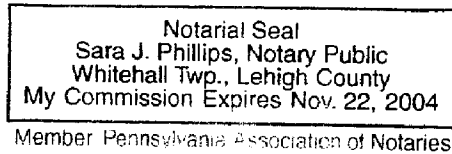
On this \_\_\_\_ day of March, 2003, before me personally came Allen H. Vogel, to me known, who, being by me duly sworn, did depose and say that he is the \_\_\_\_\_ of Equinox Business Credit Corp., the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.

\_\_\_\_\_  
Notary Public

STATE OF Pennsylvania )  
 : ss.:  
COUNTY OF Northampton )

On this 28<sup>th</sup> day of March, 2003, before me personally came Ward Schultz, to me known, who, being by me duly sworn, did depose and say that he is the CFO of Fastnet Corporation, the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

Sara J. Phillips  
Notary Public



STATE OF New York )  
 : ss.:  
COUNTY OF New York )

On this 8 day of <sup>April</sup> ~~March~~, 2003, before me personally came Allen H. Vogel, to me known, who, being by me duly sworn, did depose and say that he is the President of Equinox Business Credit Corp., the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.

Loukia Harris  
Notary Public

LOUKIA HARRIS  
Notary Public, State of New York  
Qualified in Westchester County  
Commission Expires April 27, 2006