

Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
Broadband Express, Inc.

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

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

2. Name and address of receiving party(ies)  
Name: Cable Express Operating, Inc.  
Internal  
Address: \_\_\_\_\_  
Street Address: 33 Collegeview Road  
City: Westerville State: OH Zip: 43081

Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State Delaware  
 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

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

Execution Date: 12/5/03

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s) 78/236228  
 B. Trademark Registration No.(s) \_\_\_\_\_

Additional number(s) attached  Yes  No

B. Trademark Registration No.(s) \_\_\_\_\_

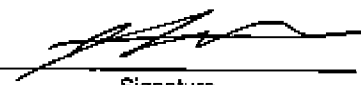
5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Renee Prescan  
 Internal Address: Kirkland & Ellis LLP  
 \_\_\_\_\_  
 Street Address: 200 E. Randolph Drive  
 \_\_\_\_\_  
 City: Chicago State: IL Zip: 60601

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

7. Total fee (37 CFR 3.41).....\$ 40.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
22-0440 (and for any addtl fees or credits)

DO NOT USE THIS SPACE

9. Signature.  
Michael G. Fatall                                            12/12/03  
 Name of Person Signing                      Signature                      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

CH \$40.00 220440 78236228

## **TRADEMARK ASSIGNMENT**

**THIS TRADEMARK ASSIGNMENT** (this "Assignment") is made and entered into as of December 5, 2003 ("Effective Date") by and between Broadband Express, Inc., a Delaware corporation ("Assignor"), and Cable Express Operating, Inc., a Delaware corporation ("Assignee").

**WHEREAS**, Assignor and Assignee are parties to that certain Asset Purchase Agreement dated September 30, 2003 (the "Agreement");

**WHEREAS**, pursuant to the Agreement, Assignor wishes to assign to Assignee, and Assignee wishes to acquire from Assignor, the United States application for trademark registration set forth on Schedule A attached hereto, together with the goodwill of the business associated therewith (the "Mark"); and

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee the entire right, title and interest in and to the Marks, for the United States and for all foreign countries, including, without limitation, any registrations and applications therefor, any renewals and extensions of the registrations, and all other corresponding rights that are or may be secured under the laws of the United States or any foreign country, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, together with all income, royalties or payments due or payable as of the Effective Date or thereafter, including, without limitation, all claims for damages by reason of past, present or future infringement or other unauthorized use of the Marks, with the right to sue for, and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

Assignor hereby requests the Commissioner of Patents and Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Mark.

\* \* \* \* \*

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

BROADBAND EXPRESS, INC.

CABLE EXPRESS OPERATING, INC.

Randy J.

Randy J.

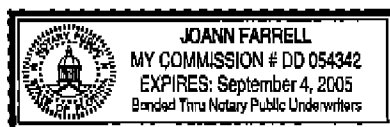
Name: RANDALL J. ZIMMERMAN

Name: RANDALL J. ZIMMERMAN

Title: Vice President

Title: Vice President

STATE OF Florida )  
COUNTY OF Broward ) SS.



On this 5 day of December, 2003 there appeared before me Randy Zimmerman, personally known to me, who acknowledged that he/she signed the foregoing Assignment as his/her voluntary act and deed on behalf and with full authority of Joann Farrell.

Joann Farrell  
Notary Public

STATE OF )  
COUNTY OF ) SS.

On this \_\_\_ day of December, 2003 there appeared before me \_\_\_\_\_, personally known to me, who acknowledged that he/she signed the foregoing Assignment as his/her voluntary act and deed on behalf and with full authority of \_\_\_\_\_.

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

**SCHEDULE A****U.S. TRADEMARK APPLICATION**

<b>Application No.</b>	<b>Application Date</b>	<b>Mark</b>
78/236,228	April 10, 2003	BROADBAND EXPRESS

**KIRKLAND & ELLIS*****Fax Transmittal***

200 East Randolph Drive  
 Chicago, Illinois 60601  
 Phone: (312) 861-2000  
 Fax: (312) 861-2200

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**Please notify us immediately if any pages are not received**

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 (312) 861-2356.**

<b>To:</b>	<b>Company:</b>	<b>Fax #:</b>	<b>Direct #:</b>	
Assignment Division	U.S. Patent and Trademark Office	703-306-5995		
<b>From:</b>	<b>Date:</b>	<b>Pages w/cover:</b>	<b>Fax #:</b>	<b>Direct #:</b>
Renee M. Prescan	December 12, 2003		(312) 660-0471	(312) 861-6371
<b>Message:</b>				