

7/9/03

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

RECOF 102493143 TRADEMARKS ONLY

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): e.spire Communications, Inc.

- Individual(s) 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

Execution Date: 5/1/2002

2. Name and address of receiving party(ies)

Name: Affinity Internet, Inc. Internal Address: Suite 200 Street Address: 3250 West Commercial Blvd. City: Ft. Lauderdale State: FL Zip: 33309

- 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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 75/892718; 75/892720

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: David M. Silverman, Esq.

Internal Address: Cole, Raywid & Braverman, LLP

Street Address: 1919 Pennsylvania Ave., N.W.

Suite 200

City: Washington State: DC Zip: 20006

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

David M. Silverman Name of Person Signing

Signature

7/9/2003

Date

Total number of pages including cover sheet, attachments, and document: 2

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

07/10/2003 BTOM11 00000061 75892718

01 FC:8521 40.00 DP 02 FC:8522 25.00 DP

TRADEMARK REEL: 002775 FRAME: 0062

ASSIGNMENT OF SERVICE MARKS

WHEREAS e.spire Communications, Inc., of Herndon, Virginia ("Assignor"), has adopted, used and is using the following marks, which are pending in the United States Patent and Trademark Office:

<u>Mark</u>	<u>Serial No.</u>	<u>Date App. Filed</u>
VALUEWEB	75/892718	January 11, 2000
VALUEWEB & Design	75/892720	January 11, 2000
POWERFUL TOOLS MAKE POWERFUL PEOPLE	76/166251	November 16, 2000

and

WHEREAS Affinity Internet, Inc. of Ft. Lauderdale, Florida, a Delaware corporation ("Assignee"), is desirous of acquiring said marks;

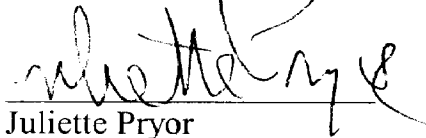
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the above identified registrations thereof.

This document may be signed in counterparts.

Dated this 1st day of May, 2002.

ASSIGNOR:

e.spire Communications, Inc.

By: 
Juliette Pryor
Senior Vice President
(703) 639-6358

ASSIGNEE:

Affinity Internet, Inc.

By: _____
Tomas Mikaelsson
Chief Executive Officer
(954) 334-8000

Assignee hereby appoints the following counsel as its attorney to represent it in connection with all business in the Patent and Trademark Office and requests that all correspondence concerning this matter be directed to such counsel (email correspondence is acceptable):

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