

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Talk.Com Inc.		03/17/2004	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	TALK AMERICA INC.		
Street Address:	6805 Route 202		
City:	New Hope		
State/Country:	PENNSYLVANIA		
Postal Code:	18938		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2484309	TALKCOM	
CORRESPONDENCE DATA			
Fax Number:	(713)221-2185		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	713-221-1377		
Email:	albert.kimball@bracepatt.com		
Correspondent Name:	Albert B. Kimball, Jr., Reg No. 25,689		
Address Line 1:	711 Louisiana		
Address Line 2:	Suite 2900		
Address Line 4:	Houston, TEXAS 77002-2781		
ATTORNEY DOCKET NUMBER:	081414.000010		
NAME OF SUBMITTER:	Albert B. Kimball, Jr.		
Total Attachments: 1 source=March 17, 2004 final#page1.tif			

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ASSIGNMENT

WHEREAS, TALK.COM INC., a corporation organized and existing under and by virtue of the laws of Delaware having a place of business at 1020 Sunrise Valley Drive, Reston, Virginia 20191, hereinbelow called "Assignor," owns and has used in business a certain trademark which is registered as follows:

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>DATE REGISTERED</u>
TALKCOM	2,484,309	September 4, 2001

and

WHEREAS, TALK AMERICA INC., a corporation organized and existing under and by virtue of the laws of Pennsylvania, and having a place of business at 6805 Route 202, New Hope, PA 18938, hereinbelow called "Assignee," is desirous of acquiring the entire right, title and interest in and to the said trademark, and registration and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for and in consideration of the sum of One Dollar (\$1.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignors have sold, assigned, transferred and by these presents do hereby sell, assign, and transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the said trademark, and registration, and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

TALK.COM INC

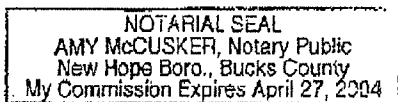
Aloysius T. Lawn IV
By: Aloysius T. Lawn, IV
Title: Executive Vice President -
General Counsel

COMMONWEALTH OF PENNSYLVANIA

COUNTY OF BUCKS

BEFORE ME, the undersigned authority, on this day personally appeared ALOYSIUS T. LAWN, IV, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me under oath that he executed the same as the act and deed of TALK.COM INC., as Executive Vice President - General Counsel, and for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND and seal of office, this 17th day of March, 2004.



Amy McCusker
Notary Public in and for the
Commonwealth of Pennsylvania

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