

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

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

1. Name of conveying party(ies):
Verizon Corporate Services Group, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State New York
 Other:

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

2. Name and address of receiving party(ies):
Name: BBNT Solutions LLC

Internal Address:
Street Address: 10 Moulton Street

City: Cambridge
State: Massachusetts Zip: 02138

Individual(s) citizenship: _____
 Association: _____
 General Partnership: _____
 Limited Partnership: _____
 Corporation-State: _____
 Other: Delaware Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes
(Designations must be a separate document from assignment) No

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other:

Execution Date: March 26, 2004

4. Application Number(s) or Registration Number(s):

<p>A. Trademark Application No.(s): 75/388,051 75/762,674</p>	<p>B. Trademark Registration No.(s):</p> <table border="0"> <tr><td>2,125,626</td><td>850,189</td><td>2,113,400</td></tr> <tr><td>2,772,864</td><td>2,106,307</td><td>2,113,537</td></tr> <tr><td>1,498,347</td><td>2,108,439</td><td>2,148,533</td></tr> <tr><td>2,104,333</td><td>1,570,262</td><td></td></tr> </table>	2,125,626	850,189	2,113,400	2,772,864	2,106,307	2,113,537	1,498,347	2,108,439	2,148,533	2,104,333	1,570,262	
2,125,626	850,189	2,113,400											
2,772,864	2,106,307	2,113,537											
1,498,347	2,108,439	2,148,533											
2,104,333	1,570,262												

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Agnes S. Lee, Esq.

Internal Address: Atty. Dkt.: BBNT-TIP

Street Address: Ropes & Gray LLP
One International Place

City: Boston State: MA Zip: 02110

6. Total Number of applications and registrations involved: 13

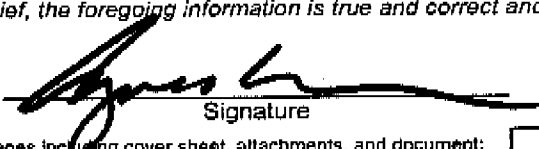
7. Total fee (37 CFR 3.41) \$ 520.00

Enclosed
 Authorized to be charged to Deposit Account
 Authorized to be charged to credit card (Form 2038 enclosed)

8. Deposit account number: 18-1945
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature:
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Agnes S. Lee, Esq.  April 16, 2004
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 9

CH \$520.00 18-1945 75388051

ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS is effective as of March 26, 2004 between Verizon Corporate Services Group Inc., a corporation organized and existing under the laws of New York and having a principal business address of 1095 Avenue of the Americas, New York, New York 10036 (hereinafter "ASSIGNOR"), and BBNT Solutions LLC, a limited liability company organized and existing under the laws of Delaware and having a principal business address of 10 Moulton Street, Cambridge, Massachusetts 01719 (hereinafter "ASSIGNEE").

02/38 *CA*

WHEREAS, ASSIGNOR is the owner of all right, title and interest in and to the trade names, trademarks and the registrations and applications therefor identified in the attached Schedule A (hereinafter "Trademarks"); and

WHEREAS, ASSIGNEE is desirous of acquiring the aforesaid Trademarks, together with the goodwill of the business symbolized by the Trademarks, the aforesaid registrations and registration applications, that portion of ASSIGNOR's business which is associated with the Trademarks, together with the right to file the Trademarks in foreign countries (subject, however, to applicable laws in such foreign countries), and the right to recover damages for any past and future acts of infringement.

NOW, THEREFORE, in consideration of the premises and the mutual covenants set forth in the Intellectual Property Agreement among BBNT Solutions LLC, Verizon Communications Inc., a corporation organized and existing under the laws of New York, having a principal business address of 1095 Avenue of the Americas, New York, New York 10036, and Verizon Technologies Corp., a corporation organized and existing under the laws of New York, having a principal business address of 1095 Avenue of the Americas, New York, New York 10036 and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and subject to any rights and licenses granted to third parties on or before the effective date hereof, ASSIGNOR does hereby assign unto ASSIGNEE all rights, title and interest in and to the Trademarks identified on Schedule A, together with the goodwill of the business symbolized by the Trademarks, the aforesaid trademark registrations and applications, that portion of ASSIGNOR's business which is associated with the Trademarks, together with the right to file the Trademarks in foreign countries (subject, however, to applicable laws in such foreign countries), and the right to recover damages for any past and future acts of infringement.

VERIZON CORPORATE SERVICES GROUP INC.

By: *Christian R. Andersen*
Christian R. Andersen
Assistant Secretary

Date: April 16, 2004

SCHEDULE A

A. Trademarks


Country	Trademark	Appl. No. Date	Reg. No. Date	Owner
United States IN 38 42	BBW Verizon Corporate Services Group Inc.	73/715,517 3/7/1988	1,570,262 12/5/1989	VSRV TEL-00963
United States IN 9	BBW Verizon Corporate Services Group Inc.	75/094,984 4/26/1996	2,108,139 10/28/1997	VSRV TEL-00965
United States IN 37 38 41	BBW Verizon Corporate Services Group Inc.	75/034,539 12/18/1995	2,106,107 10/21/1997	VSRV TEL-00966
United States IN 9	BBW & design Verizon Corporate Services Group Inc.	75/094,976 4/26/1996	2,113,537 11/18/1997	VSRV TEL-00967
United States IN 37 38 42	BBW & design Verizon Corporate Services Group Inc.	75/034,528 12/19/1995	2,113,400 11/18/1997	VSRV TEL-00968
United States IN 37 41 42	BBW PLANET Verizon Corporate Services Group Inc.	75/976,230 1/20/1995	2,104,333 10/7/1997	VSRV TEL-00957
United States IN 37 38 42	BBW PLANET & design Verizon Corporate Services Group Inc.	75/034,540 12/19/1995	2,148,533 4/7/1998	VSRV TEL-00956
United States IN 9	BBW stylized Verizon Corporate Services Group Inc.	72/254,229 9/12/1966	850,189 6/4/1968	VSRV TEL-00954
United States IN 9	BUTTERFLY Verizon Corporate Services Group Inc.	73/628,662 11/5/1986	1,490,147 8/2/1988	VSRV TEL-00992



Country	Trademark	Appl. No. Date	Reg. No. Date	Owner
United States IN 16	E-VOLUME Verizon Corporate Services Corp Inc.	75/935,847 3/6/2000	2,772,864 10/14/2003	VSRV TEL-01222
United States IN 9	GENSCOPE Verizon Corporate Services Corp Inc.	75/222,768 1/8/1997	2,125,626 12/30/1997	VSRV TEL-01085
United States IN 9 42	REFLECTOR Verizon Corporate Services Corp Inc.	75/388,051 11/11/1997		VSRV TEL-01091
United States IN 9	TRACEMAXER Verizon Corporate Services Corp Inc.	75/762,674 7/28/1999		VSRV TEL-01209
Argentina IN 38	BBN PLANET	1,581,645 6/9/1995	1,596,159 4/12/1996	BBNC TEL-00984
Argentina IN 9	BBN PLANET	1,981,644 6/9/1995	1,596,162 4/12/1996	BBNC TEL-00985
Argentina IN 9	BBN stylized Bolt, Beranek and Newman Inc.	1,796,027 4/12/1991	1,621,680 12/4/1996	BOLT TEL 00969
Australia IN 9	BBN PLANET	653,962 2/23/1995	653,962 11/5/1996	BBNC TEL 00987
Australia IN 38	BBN PLANET	662,810 6/1/1995	662,810 11/5/1996	BBNC TEL-00988
Austria IN 9	BBN PLANET	AM 1,073/95 2/24/1995	158,942 7/24/1995	BBNC TEL-01003
Benelux IN 9	BBN PLANET	843,559 3/2/1995	567,328 12/1/1995	BBNC TEL-01004
Canada MA 00 00	BBN	840,031 3/21/1997	TM8525,880 3/24/2000	BBNC TEL-00959

bbn

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Country	Trademark	Appl. No.	Date	Reg. No.	Date	Owner
Canada BBN Corporation NA 06	TELCOMP	308,489	10/19/1967	TMA158,942	10/25/1968	BBNC TEL-01016
China P.R. BBN Corporation IN 38	BBN PLANET	95,091,128	7/16/1995	967,687	3/20/1997	BBNC TEL-01009
Colombia BBN Corporation IN 38	BBN PLANET	95,026,449	6/15/1995	182,627	12/24/1995	BBNC TEL-01010
Community Trademark 00981 BBN Corporation IN 9 36 41	BBN & design			272,005	5/21/1996	272,005 4/15/1999 BBNC TEL.
						
Community Trademark BBN Corporation IN 9 16 35	BBN NET-ALLIANCE	1,083,278	2/22/1995			BBNC TEL-01151
Czech Republic BBN Corporation IN 9 35 38	BBN PLANET	101,539	6/26/1995	195,621	11/26/1996	BBNC TEL-00994
Denmark BBN Corporation IN 9	BBN PLANET	VR 01,514	1995 2/24/1995	VR 03,119	1995 5/19/1995	BENC TEL-00995
Denmark Bolt, Beronek and Newman Inc. IN 9	BBN stylized	04,126	9/1 6/12/1991	VR 03,947	1992 5/8/1992	BOLT TEL-00972
Finland BBN Corporation IN 9	BBN PLANET	1127/95	2/24/1995	200,819	6/28/1996	BBNC TEL-00996
France BBN Corporation IN 9 38	BBN PLANET	SN 95-561,568	3/7/1995	95-561,568	3/7/1995	BBNC TEL-01011
France BBN Corporation IN 9	BBN stylized	812,566	9/3/1986	1,369,324	1/26/1987	BBNC TEL-00982
Great Britain BBN Corporation IN 9	BBN PLANET	2,011,989	2/23/1995	2,011,989	2/23/1995	BBNC TEL-00997
Great Britain BBN Corporation IN 38	BBN PLANET	2,022,552	6/1/1995	2,022,552	5/15/1998	BBNC TEL-00998

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Country Trademark
 Greece BOLT, Beranek and Newman Inc.
 IN 9 37 38

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Hong Kong BBN PLANET
 BBN Corporation
 IN 9

Hungary BBN PLANET
 BBN Corporation
 IN 9 38

India BBN PLANET
 BBN Corporation
 IN 9 SP

Indonesia BBN PLANET
 BOLT, Beranek and Newman Inc.
 IN 38

Israel BBN stylized
 BBN Corporation
 IN 9

bbn

Italy BBN PLANET
 BOLT, Beranek and Newman Inc.
 IN 9

Italy BBN PLANET
 BOLT, Beranek and Newman Inc.
 IN 38

bbn

Italy BBN stylized
 BBN Corporation
 IN 9

Japan BBN PLANET
 BBN Corporation
 IN 9

South Korea BBN PLANET
 BBN Corporation
 NA 39

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Country	Trademark	Appl. No. Date	Reg. No. Date	Owner
South Korea BBN Corporation NA 106	BBN PLANET	95-005,587 6/1/1995	37,092 7/4/1997	BBNC TEL-01027
South Korea 00980 BBN Corporation NA 33	BBN stylized bbn	91-17,580 6/19/1991	255,073 11/26/1992	BBNC TEL-
Malaysia Bolt, Beranek and Newman Inc. IN 9	BBN PLANET	95-06386 6/28/1995	BOLT	TEL-01042
Mexico BBN Corporation IN 3B	BBN PLANET	234,198 6/12/1995	533,755 10/21/1996	BBNC TEL-01044
Mexico Bolt, Beranek and Newman Inc. IN 9	BBN stylized bbn	135,639 3/19/1992	415,784 6/9/1992	BOLT TEL-00971
New Zealand BBN Corporation IN 9 DS	BBN PLANET	246,122 2/23/1995	246,122 2/24/1997	BBNC TEL-01034
Norway BBN Corporation IN 9	BBN PLANET	951,293 2/27/1995	173,184 5/15/1996	BBNC TEL-01030
Norway Bolt, Beranek and Newman Inc. IN 9 35 42	BBN stylized bbn	115,873 8/30/1973	94,568 8/22/1975	BOLT TEL-00673
Norway BBN Corporation IN 9	BUTTERFLY	871,621 4/22/1987	134,417 12/1/1988	BBNC TEL-01035
Peru BBN Corporation IN 3B	BBN PLANET	273,937 7/17/1995	5,175 9/14/1995	BBNC TEL-01035
Poland BBN Corporation IN 9 35 37	BBN PLANET	2 149,498 7/19/1995	R-106,595 10/29/1998	BBNC TEL-01014
Portugal BBN Corporation IN 9	BBN PLANET	307,702 2/24/1995	307,702 2/5/1996	BBNC TEL-01033

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Country	Trademark	Appl. No.	Date	Reg. No.	Date	Owner
Portugal BN Corporation IN 9	BBN stylized BBN PLANET	277,431	10/10/1991	277,431	8/4/1993	BBMC TEL-00978
Russian Federation BBN Corporation IN 9 38	BBN PLANET	96,706,606	6/16/1995	146,769	9/20/1996	BBMC TEL-01033
South Africa BBN Corporation IN 9	BBN PLANET	95/7409	6/12/1995	95/7409	6/12/1998	BBMC TEL-01023
South Africa BBN Corporation IN 38	BBN PLANET	95/7410	6/12/1995	95/7410	6/12/1998	BBMC TEL-01024
Saudi Arabia Bolt, Beranek and Newman Inc. IN 9	BBN PLANET	29,710	6/10/1995	362/44	12/10/1995	BOLT TEL-01035
Singapore BBN Corporation IN 9 DS	BBN PLANET	1835/95	2/28/1995			BBMC TEL-01040
Singapore BBN Corporation IN 38 DS	BBN PLANET	4989/95	6/3/1995	4989/95	11/2/1998	BBMC TEL-01041
Spain Bolt, Beranek and Newman Inc. IN 9	bbn (lower case) BBN PLANET	1,646,533	7/4/1991	1,646,533	9/6/1993	BOLT TEL-00970
Spain BBN Corporation IN 9	BBN PLANET	1,951,656	3/3/1995	1,951,656	10/5/1995	BBMC TEL-01017
Spain Bolt, Beranek and Newman Inc. IN 9	BBN PLANET	1,646,534	7/4/1991	1,646,534	5/25/1995	BOLT TEL-01234
Sweden BBN Corporation IN 9 DS	BBN PLANET	95-02345	2/27/1995	314,110	6/14/1996	BBMC TEL-01018
Switzerland BBN Corporation IN 9	BBN PLANET	1749/1995.6	2/23/1995	427,062	9/11/1996	BBMC TEL-01019
Taiwan BBN Corporation IN 9	BBN PLANET	84,008,621	2/28/1995	706,901	2/16/1996	BBMC TEL-01030

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bbn

Country	Trademark	Appl. No.	Date	Reg. No.	Date	Owner
Thailand BBN Corporation IN 9 DS	BBN PLANET	289,099	7/10/1995	Kor45,861	6/19/1996	BBNC TEL-01021
Thailand BBN Corporation IN 38 DS	BBN PLANET	289,095	7/10/1995	Boc4,491	5/9/1996	BBNC TEL-01022
Turkey BBN Corporation IN 38	BBN PLANET	32,394/95	8/11/1995	TM 169,738	1/26/1999	BBNC TEL-01028
Turkey BBN Corporation IN 9	BBN PLANET	32,393/95	8/11/1995	TM 164,031	1/26/1999	BBNC TEL-01025
Ukraine BBN Corporation IN 9 38	BBN PLANET	95,061,972/T	6/16/1995			BBNC TEL-01032
Venezuela BBN Corporation IN 38	BBN PLANET	1-09645-95	7/4/1995	11,713	1/3/1997	BBNC TEL-01038
Vietnam BBN Corporation IN 9 38	BBN PLANET	23,748	7/5/1995	19,959	2/6/1996	BBNC TEL 01037

B. Trade Names

- BBN
- BBN Technologies
- BBNT
- BBNT Solutions
- BBNT Solutions LLC

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7 - Schedule A