

12-01-2003

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY Docket No.: GFCI 814,818

11



of Patents and Trademarks: Please record the attached original documents or copy hereof.

102611142

1.3.03

<p>1. Name of conveying party(ies): Tele-Tracking Technologies, Inc. _____ _____</p> <p>___ Individual(s)          ___ Association ___ General Partnership      ___ Limited Partnership <input checked="" type="checkbox"/> Corporation-State <u>Pennsylvania</u></p> <p>Additional name(s) of conveying party(ies) attached          ___ Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: <u>General Fiber Communications, Inc.</u> Address: <u>One First Avenue, Suite 100</u> <u>Conshohocken, Pennsylvania 19428</u></p> <p>___ Individual(s) citizenship: _____ ___ Association _____ ___ General Partnership _____ ___ Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached:       ___ Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from Assignment) Additional name(s) &amp; addresses attached?       ___ Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: ___ Assignment          ___ Merger ___ Security Agreement      ___ Change of Name <input checked="" type="checkbox"/> Other: Corrective recordation of assignment to correct incorrect tm Reg. No. 2,223,201, Reel/Frame: 002631/0204 - recorded 11/21/2002 Execution Date: <u>April 17, 2002</u></p>	

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
	2,233,201
Additional Numbers attached? ___ Yes No <input checked="" type="checkbox"/>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Mark N. Mutterperl</u> Internal Address: <u>Fulbright &amp; Jaworski L.L.P.</u> Street Address: <u>666 Fifth Avenue</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10103</u></p>	<p>6. Total number of applications and registration involved: ..... <u>1</u></p> <p>7. Total fee (37 CFR 3.41) ..... \$ <u>40.00</u> <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account in the event of insufficiency of check</p>
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8. Deposit account number:  
**50.0624-Order No. 10204752 (NEC 804)**  
(Attach duplicate copy of this page if paying by deposit account)

11/26/2003 LINELLER 00000674 2233201  
01 FC:6521 40.00 OP

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.

Mark N. Mutterperl \_\_\_\_\_ October 20, 2003  
Name of Person Signing    Signature    Date

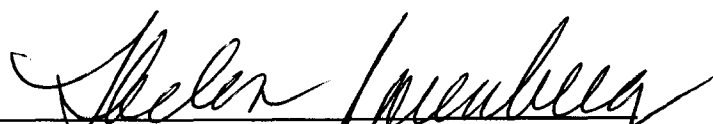
Total number of pages including cover sheet and attachments \_\_\_\_\_

OMB No. 0651-0011 (exp. 4/94)

"Express Mail" mailing label No. EL 393699 360 US

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 C.F.R. 1.10, on the date indicated below and is addressed to Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513.

Helen Rosenberg  
(Printed name of person mailing paper or fee)



(Signature of person mailing paper or fee)

Express Mail Label: EL393699360US

Date of Deposit: 10-30-03

12-11-2002



102307906

1. Name of conveying party(ies):

Tele-Tracking Technologies, Inc., n/k/a International Fibercom-Con, Inc.

Individual(s) Association
General Partnership Limited Partnership
X Corporation Pennsylvania

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

3. Nature of conveyance:
X Assignment Merger
Security Agreement Change of Name
Other:
Execution Date: April 17, 2002

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

Name: General Fiber Communications, Inc.
Address: One First Avenue, Suite 100
Conshohocken, Pennsylvania 19428

Individual(s) citizenship:
Association
General Partnership
Limited Partnership
X Corporation Delaware

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes X No

(Designations must be a separate document from Assignment)

Additional name(s) & addresses attached? Yes X

A. Trademark Application No.(s) B. Trademark Registration No.(s)

2,223,201

Additional Numbers attached? Yes No X

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

Name: Mark N. Mutterperl
Internal Address: Fulbright & Jaworski L.L.P.
Street Address: 666 Fifth Avenue
City: New York State: NY Zip: 10103

6. Total number of applications and registration involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00
X Enclosed
X Authorized to be charged to deposit account in the event of insufficiency of check

12/10/2002 6TON11 0000169 2223201

01 FC:8521

40.00 DP

8. Deposit account number:

[NUMBER] 50.0624-Order No. 10204948

(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

Mark N. Mutterperl
Name of Person Signing

Signature

November 19, 2002
Date

Total number of pages including cover sheet and attachments 1

OMB No. 0651-0011 (exp. 4/94)

"Express Mail" mailing label No.

## TRADEMARK ASSIGNMENT

**WHEREAS**, TELE-TRACKING TECHNOLOGIES, INC., n/k/a INTERNATIONAL FIBERCOM-CON, INC., a corporation organized under and pursuant to the laws of United States of America having its offices at 3230 E. Broadway Road, Suite 200, Phoenix, Arizona 85040 (hereinafter referred to as Assignor), has adopted and is using the Marks set forth in SCHEDULE A hereof, one of which is registered with the United States Patent and Trademark Office and some or all of which have been widely used throughout all or parts of the United States; and

**WHEREAS**, GENERAL FIBER COMMUNICATIONS, INC., a corporation organized under and pursuant to the laws of United States of America having its offices at One First Avenue, Suite 100, Conshohocken, Pennsylvania 19428 (hereinafter referred to as Assignee), desires to acquire the Marks and the goodwill associated with the Marks pursuant to that certain Asset Purchase Agreement entered into as of April 10, 2002, by and among International FiberCom, Inc., certain subsidiaries of International FiberCom, Inc., IFCI Acquisition Corp and its assignees.

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign and transfer to the Assignee the entire right, title, and interest in and to the Marks, along with any registrations for said Marks owned by Assignor and all of its right, title, and interest to said Marks not presently registered, as set forth in *SCHEDULE A* hereof, together with the goodwill of the business symbolized by the Marks and the registrations thereof, and all other rights which Assignor has enjoyed thereunder both in the United States and throughout all countries of the world (if any), including any and all rights of recovery based on past infringement of said Marks and/or registrations, the same to be held and enjoyed by the Assignee, its successors, and assigns forever and to the full end of the terms for which any of the aforesaid Marks are registered and any renewals of the terms thereof;

**AND FOR THE SAME CONSIDERATION**, the Assignor also hereby covenants and agrees that, at the time of execution and delivery of this Assignment, the Assignor reasonably

Marks, registrations and applications, has received no challenge to such ownership from any third party, and reasonably believes it is the sole and lawful owner of the entire right, title, and interest to said Marks and said goodwill associated therewith, that the same are unencumbered and that the Assignor has good and full right and lawful authority to sell and convey the same in the manner herein set forth;

**AND FOR THE SAME CONSIDERATION**, the Assignor hereby covenants and agrees that the Assignor will, whenever counsel of the Assignee or the counsel of its successors, legal representatives, and assigns shall advise that it is lawful and desirable, sign all papers and documents, deliver necessary documents including original registration certificates, if available, take all lawful oaths, execute separate confirmatory assignments, and do all acts reasonably necessary or desirable to confirm and/or record the assignment of said Marks and registrations thereof to the Assignee, its successors, legal representatives, and assigns, at the expense of the Assignee.

IN WITNESS WHEREOF, INTERNATIONAL FIBERCOM-CON, INC. and GENERAL FIBER COMMUNICATION, INC. have caused this Assignment to be executed as of April 10, 2002 by their respective officers thereunto duly authorized.

*Sam B*

**INTERNATIONAL FIBERCOM-CON, INC.**

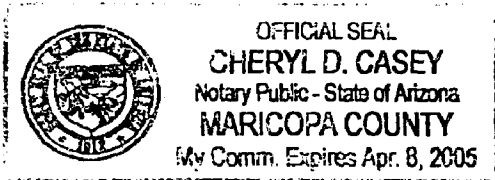
By: *Peter Woog*  
Name:  
Title:

**GENERAL FIBER COMMUNICATIONS, INC.**

By: *[Signature]*  
Name:  
Title:

Date: April 17, 2002  
United States of America )  
State of ARIZONA ) ss.:  
County of Maricopa )

On this 17th day of April, 2002, before me Personally came Peter Woog and Paul Bridge, to me known to be the individual Described in and who executed the foregoing instrument, and acknowledged execution of the same.



*Cheryl D. Casey*  
Notary Public

**SCHEDULE A**

**REGISTRATIONS, APPLICATIONS, AND COMMON LAW MARKS**

REGISTRATIONS:

<b>Mark</b>	<b>Registration Number</b>	<b>Date Registered</b>	<b>Serial Number</b>	<b>Filing Date</b>
PATIENT TRACKING VIP	2,233,201	March 23, 1999	75/161,181	September 5, 1996

APPLICATIONS: None

<b>Mark</b>	<b>Serial Number</b>	<b>Filing Date</b>
None		

COMMON LAW MARKS: None