

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
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| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |
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| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| U.S. Robotics Access Corporation | | 02/25/2004 | CORPORATION: DELAWARE |

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| RECEIVING PARTY DATA | |
| Name: | U.S. Robotics Corporation |
| Street Address: | 935 National Parkway |
| City: | Schaumburg |
| State/Country: | ILLINOIS |
| Postal Code: | 60173-5157 |
| Entity Type: | CORPORATION: DELAWARE |

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| PROPERTY NUMBERS Total: 3 | | |
| Property Type | Number | Word Mark |
| Registration Number: | 2133073 | WINMODEM |
| Registration Number: | 2177895 | X2 |
| Registration Number: | 2176158 | X2 |

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| CORRESPONDENCE DATA | |
| Fax Number: | (312)706-9000 |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | |
| Phone: | 312-701-7517 |
| Email: | lasmith@mayerbrownrowe.com |
| Correspondent Name: | Jason K. Schmitz |
| Address Line 1: | P.O. Box 2828 |
| Address Line 2: | Mayer, Brown, Rowe & Maw LLP |
| Address Line 4: | Chicago, ILLINOIS 60690-2828 |

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| ATTORNEY DOCKET NUMBER: | 07688/00640836 |
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| NAME OF SUBMITTER: | Laura A. Smith |
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Total Attachments: 2
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**TRADEMARK
 REEL: 002892 FRAME: 0917**

ASSIGNMENT OF TRADEMARKS

WHEREAS, U.S. Robotics Access Corporation, a Delaware corporation, having its principal place of business at 8100 North McCormick Boulevard, Skokie, IL 60076-2999 ("Assignor"), is the owner of the trademarks shown on the attached Schedule A (hereinafter "the Trademarks"); and

WHEREAS, U.S. Robotics Corporation, a Delaware corporation, having its principal place of business at 935 National Parkway, Schaumburg, Illinois 60173-5157 ("Assignee"), is desirous of acquiring the Trademarks together with the goodwill symbolized by the Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee, its successors and assigns, all right, title and interest in and to the Trademarks, together with the goodwill symbolized by said Trademarks and the right to sue and recover for, and the right to profits or damages, due or accrued, arising out of or in connection with any and all past, present or future infringements or dilution of or damage to such Trademarks or the associated goodwill.

THIS ASSIGNMENT OF TRADEMARKS shall be binding upon and shall inure to the benefit of Assignor and Assignee and their respective successors and assigns.

Signed as of this 25th day of February, 2004.

U.S. ROBOTICS ACCESS CORPORATION

By: Joseph J. Hartnett
Name: JOSEPH J. HARTNETT
Title: Authorized Signatory

U.S. ROBOTICS CORPORATION

By: Joseph J. Hartnett
Name: JOSEPH J. HARTNETT
Title: President and CEO

SCHEDULE A

WINMODEM, U.S. Registration No. 2,133,073
X2 and Design, U.S. Registration No. 2,177,895
X2 and Design, U.S. Registration No. 2,176,158