

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cincinnati Bell Inc.		02/16/2005	CORPORATION: OHIO

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Collateral Agent
Street Address:	901 Main Street
Internal Address:	Mailcode TX1-492-14-11
City:	Dallas
State/Country:	TEXAS
Postal Code:	75202
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	2812035	I WIRELESS
Registration Number:	2866989	I WIRELESS
Registration Number:	2371972	CINCINNATI BELL WIRELESS
Registration Number:	1577366	
Registration Number:	1327696	
Registration Number:	2756518	I
Registration Number:	1546153	BELL
Serial Number:	78510336	YOU ADD, WE SUBTRACT.
Serial Number:	78428891	

CORRESPONDENCE DATA

Fax Number: (919)416-8339
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 919 286-8049

OP \$240.00 2812035

Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27650

NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	03/17/2005

Total Attachments: 4

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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Shared Collateral Pledge Agreement dated as of February 16, 2005 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the undersigned (the "Obligor") and Bank of America, N.A., as collateral agent (the "Collateral Agent") for the holders of the Secured Obligations referenced therein, the Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Collateral Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

Trademark No.	Description of Trademark	Date of Trademark
See Schedule 1 attached hereto.		

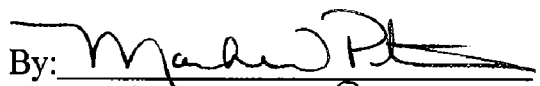
TRADEMARK APPLICATIONS

Trademark Applications No.	Description of Trademark Applied for	Date of Trademark Applications
See Schedule 1 attached hereto.		

The Obligor and the Collateral Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

CINCINNATI BELL INC.,
an Ohio corporation

By: 
Name: Mark W. Peterson
Title: Vice President and Treasurer

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By: _____
Name: _____
Title: _____

The Obligor and the Collateral Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.


Very truly yours,

CINCINNATI BELL INC.,
an Ohio corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By:  _____
Name: Todd Shipley
Title: Senior Vice President

**Cincinnati Bell Inc.
(Ohio Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
I WIRELESS and Design	2812035	02/10/04
I WIRELESS and Design	2866989	07/27/04
CINCINNATI BELL WIRELESS ad Design	2371972	08/01/00
Design only	1577366	01/16/90
Design only	1327696	10/05/71
I and Design	2756518	08/26/03
BELL	1546153	07/04/89

Pending Applications

Mark	Application No.	Filing Date
YOU ADD, WE SUBTRACT	78510336	11/03/04
Design only	78428891	06/02/04