

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE BY SECURED PARTY

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		04/13/2006	national banking association: UNITED STATES

**RECEIVING PARTY DATA**

<b>Name:</b>	Birch Telecom Finance, Inc.
<b>Street Address:</b>	2300 Main Street, Suite 600
<b>City:</b>	Kansas City
<b>State/Country:</b>	MISSOURI
<b>Postal Code:</b>	64108
<b>Entity Type:</b>	CORPORATION: DELAWARE

<b>Name:</b>	Birch Telecom, Inc.
<b>Street Address:</b>	2300 Main Street, Suite 600
<b>City:</b>	Kansas City
<b>State/Country:</b>	MISSOURI
<b>Postal Code:</b>	64108
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 17**

Property Type	Number	Word Mark
Registration Number:	1696494	CAPITAL GBS COMMUNICATIONS
Registration Number:	2186707	BIRCH TELECOM
Registration Number:	2616143	SERVICE. SAVINGS. SIMPLICITY.
Registration Number:	2325801	BIRCH TELECOM
Registration Number:	3016517	SPRAWLNET
Registration Number:	3047178	THE SPRAWLER
Registration Number:	2577238	I IONEX

CH \$440.00 1696494

Registration Number:	2514288	IONEX TELECOMMUNICATIONS, INC.
Registration Number:	2509015	IONEX
Registration Number:	2467503	BIRCH
Registration Number:	2542377	I IONEX
Registration Number:	2503776	MIGHTY MOUTH
Registration Number:	2558118	YOUR BUSINESS' BEST FRIEND
Registration Number:	2779990	SP@CE GENIE
Registration Number:	2691468	SP@CE HOST
Registration Number:	2908160	HOME CONNECTION
Registration Number:	2962432	BIRCHLINK

**CORRESPONDENCE DATA**

Fax Number: (214)981-3400

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 214-981-3483

Email: dclark@sidley.com

Correspondent Name: Dusan Clark, Esq.

Address Line 1: Sidley Austin LLP

Address Line 2: 717 N Harwood St., Suite 3400

Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	30761-30020
NAME OF SUBMITTER:	Dusan Clark
Signature:	/Dusan Clark/
Date:	04/17/2006

**Total Attachments: 11**

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## RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS is given as of this 13<sup>th</sup> day of April, 2006, by BANK OF AMERICA, N.A., a national banking association, located at 901 Main Street, Dallas Texas 75202, in its capacity as Administrative Agent for the Lenders under the Credit Agreement, (as such terms are defined in the Collateral Agreement, referred to below) ("Assignor"), in favor of BIRCH TELECOM FINANCE, INC., a Delaware corporation located at 2300 Main Street, Suite 600, Kansas City, Missouri 64108, BIRCH TELECOM, INC., a Delaware corporation located at 2300 Main Street, Suite 600, Kansas City, Missouri 64108, and the other Grantors named on Exhibit A attached hereto (collectively, "Assignee"). Capitalized terms used in this RELEASE OF SECURITY INTERESTS IN TRADEMARKS, but not defined herein shall have the respective meanings ascribed to them in the Collateral Agreement referred to below.

**WHEREAS**, Assignor and Assignee entered into a Liquidity Credit Agreement ("Credit Agreement"), a Guarantee and Collateral Agreement ("Collateral Agreement"), and a Trademark Security Agreement ("Trademark Security Agreement"), each dated as of April 29, 2005.

**WHEREAS**, the Trademark Security Agreement was recorded with the U.S. Patent and Trademark Office on May 9, 2005, at Reel 3080/ Frame 0172,

**WHEREAS**, pursuant to the Collateral Agreement and the Trademark Security Agreement, Assignee granted, assigned, conveyed, mortgaged, pledged, hypothecated and transferred to Assignor, for itself and for the ratable benefit of the Lenders, a security interest in, to, and under the following property, whether then owned by or owning to, or thereafter acquired by or arising in favor of Grantor (including under any trade names, styles or derivations thereof) and whether consigned by or to, or leased from or to, such Grantor, and regardless of where located, as collateral security for the prompt and complete payment and performance when due (whether at the stated maturity, by acceleration or otherwise) of such Grantor's Obligations (the "Trademark Collateral"):

(i) all trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos and other source or business identifiers, and all goodwill associated therewith, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all applications in connection therewith, whether in the United States Patent and Trademark Office or in any similar office or agency of the United States, any States thereof or any other country or any political subdivision thereof, or otherwise, and all common-law rights related thereto, including, without limitation, any of the foregoing referred to in Schedule A attached hereto, and (ii) the right to obtain all renewals thereof (collectively referred to as the "Trademarks"); and

(ii) any agreement, whether written or oral, providing for grant by or to any Grantor of any right to use any Trademark, including, without limitation, any of the foregoing referred to in Schedule B (collectively referred to as the "Licenses").

**WHEREAS**, Assignor desires to release its security interest in, to, and under the Trademark Collateral.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby releases its security interest in, to, and under the Trademark Collateral, and reassigns any and all interest that it may have therein to Assignee.

This **RELEASE OF SECURITY INTEREST IN TRADEMARKS** shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Assignor has caused this RELEASE OF SECURITY INTEREST IN TRADEMARKS to be duly executed and delivered as of the date above first written.

ASSIGNOR:

BANK OF AMERICA, N.A.

By: [Signature]  
Name: JOHN W. WOODIEL III  
Title: SENIOR VICE PRESIDENT

STATE OF ) TEXAS  
          ) SS.  
COUNTY OF ) DALLAS

I, a notary public, in and for the county and state aforesaid, do hereby certify that John W. Woodiel III personally known to me to be the Senior Vice President of BANK OF AMERICA, N.A., appeared before me this day in person and acknowledged that (s)he signed the above and foregoing instrument as his/her free and voluntary act and as the free and voluntary act of said corporation pursuant to authority granted to him/her by the board of directors of said corporation for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this 10 day of April, 2006.

[Signature]  
Notary Public

My commission expires: 06/07/2006

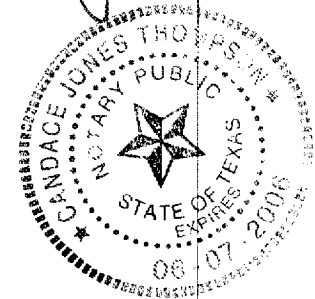


EXHIBIT A TO RELEASE OF SECURITY INTEREST IN TRADEMARKS

Other Grantors

AMERICAN LOCAL TELECOMM COMMUNICATIONS LLC  
BIRCH EQUIPMENT, INC.  
BIRCH INTERNET SERVICES, INC.  
BIRCH TELECOM OF ARKANSAS, INC  
BIRCH TELECOM OF KANSAS, INC.  
BIRCH TELECOM NEBRASKA, INC.  
BIRCH TELECOM OF OKLAHOMA, INC.  
BIRCH TELECOM OF TEXAS LTD, LLP  
BIRCH TEXAS HOLDINGS, INC.  
CAPITAL COMMUNICATIONS CORPORATION  
DUNN & ASSOCIATES, INC.  
G.B.S. COMMUNICATIONS, INC.  
L.S. ADVERTISING, INC.  
M.B.S. LEASING, INC.  
TELESOURCE COMMUNICATIONS, INC.  
BIRCH TELECOM OF MISSOURI, INC.  
BIRCH KANSAS HOLDINGS, INC.  
BIRCH MANAGEMENT CORPORATION  
BIRCH TELECOM OF THE GREAT LAKES, INC.  
BIRCH TELECOM OF THE SOUTH, INC.  
BIRCH TELECOM OF THE WEST, INC.  
BIRCH TELECOM 1996, INC.  
INEX COMMUNICATIONS, INC.  
INEX COMMUNICATIONS NORTH, INC.  
INEX COMMUNICATIONS SOUTH, INC  
INEX TELECOMMUNICATIONS LEASING, INC.  
TELECOM RESOURCES, INC.

**SCHEDULE A TO RELEASE OF SECURITY INTEREST IN TRADEMARKS**

**TRADEMARK REGISTRATIONS AND  
APPLICATIONS**

**See Attachment**

Birch Telecom, Inc.

Trademark Image Report

Printed: 4/27/2005

Page 1

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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*Next Action Due*

**BIRCH**

UNITED STATES	1273100-107	3/6/2000	75/940,719	7/10/2001	2,467,503	REGISTERED	38
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1/10/2006 6&15 LTC

38 - Local telephone service, long distance telephone service, access to the global computer network, and wireless telephone service

**BIRCH BYTES**

UNITED STATES	1273100-2-09	6/1/2000	75/061,236			ABANDONED	16
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16 - Periodicals, namely, newsletters in the field of telecommunications.

**BIRCH TELECOM**

UNITED STATES	1273100-106	1/10/1997	75/223,837	9/1/1998	2,186,707	REGISTERED	38
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3/1/2006 RENEWAL LTC

38 - Local telephone service, long distance telephone service, access to the global computer network, and wireless telephone service.

**BIRCH TELECOM (and design)**



UNITED STATES	1273100-109	4/6/1998	75/462,369	2/2/1999	2,221,812	ABANDONED	38
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38 - Local telephone service, long distance telephone service, access to the global computer network, and wireless telephone service.

**BIRCH TELECOM (and free leaf design)**



UNITED STATES	1273100-110	11/6/1998	75/564,269	3/7/2000	2,325,801	REGISTERED	38
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3/7/2006 AFFIDAVIT OF USE

38 - Local telephone service, long distance telephone service, access to the global computer network, and wireless telephone service

**BIRCHLINK**

UNITED STATES	1273100-108	2/10/2004	78/565,372			PENDING	38
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6/10/2006 STATUS CHECK

38 - Local and long distance telephone services and providing a high speed access to area networks and a global computer information network



COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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*Next Action Due*

**BIRCHMAIL**

UNITED STATES 1273100-2-12 7/18/2000 76/060,800 ABANDONED 38

38 - Telecommunication services, namely voice mail, voice messaging, and voice response.

**CAPITAL GBS COMMUNICATIONS (and design)**



UNITED STATES 1273100-118 2/22/1991 74/141,414 8/23/1992 1,608,404 REGISTERED 37

8/23/2012 AFFIDAVIT W/ RENEWAL

37 - Installation and maintenance of communication equipment

**GR@ND CENTRAL**

UNITED STATES 1273100-117 7/18/2000 76/090,803 ABANDONED 38

38 - Telecommunication services, namely, universal e mail, fax, and voice mail messaging in a single box.

**HOME CONNECTION**

UNITED STATES 1273100-72 6/10/2002 78/137,133 12/7/2004 2,908,160 REGISTERED 38

8/7/2008 8815 LTC

38 - Local and long distance wire line and wireless telephone service; providing multiple-user access to a global computer information network

**I IONEX (& design)**



UNITED STATES 1273100-115 3/6/2000 76/897,108 6/11/2002 2,577,238 REGISTERED 38

12/11/2008 8815 LTC

38 - Telecommunication services, namely, voice and data transmission via telephone systems and networks, computer networks, wireless communications and global computer network

**I IONEX (and design)**



UNITED STATES 1273100-116 3/6/2000 76/024,003 2/26/2002 2,542,377 REGISTERED 38

8/28/2008 8815 LTC

38 - Telecommunication services, namely, voice and data transmission via telephone systems and networks, computer networks, wireless communications and global computer network

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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*Next Action Due*

**IONEX**

UNITED STATES	1273100-113	3/6/2000	75/937,108	11/20/2001	2,509,015	REGISTERED	38
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*5/20/2006 8815 LTC*

38 - Telecommunication services, namely, voice and data transmission via telephone systems and networks, computer networks, wireless communications and global computer network

**IONEX TELECOMMUNICATIONS, INC.**

UNITED STATES	1273100-114	3/6/2000	75/937,107	12/4/2001	2,514,288	REGISTERED	38
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*6/4/2006 8815 LTC*

38 - Telecommunication services, namely, voice and data transmission via telephone systems and networks, computer networks, wireless communications and global computer network

**MIGHTY MOUTH**

UNITED STATES	1273100-122	8/6/2000	76/064,006	11/6/2001	2,506,776	REGISTERED	38
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*5/6/2006 8815 LTC*

38 - Telecommunication services, namely, telephone communication services

**SATELLINER**

UNITED STATES	1273100-120	7/18/2000	76/090,804			ABANDONED	38
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38 - Telecommunication services, namely, call forwarding service with remote access capability.

**SERVICE. SAVINGS. SIMPLICITY.**

UNITED STATES	1273100-123	8/12/1998	75/535,214	8/10/2002	2,818,148	REGISTERED	38
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*3/10/2007 8815 LTC*

38 - Local and long distance telephone communication services; cellular telephone services; providing telecommunications connections to a global computer network

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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**Next Action Due**

**SP@CE GENIE**

UNITED STATES 1273100-111 10/20/2000 76/150,633 11/4/2003 2,779,990 REGISTERED 8,38,42  
 5/4/2008 8815 LTC

- 9 - Computer software, namely, software for building and maintaining a web sites
- 38 - Internet Service Provider ISP services, namely, providing multiple-user access to a global computer information network
- 42 - Computer services, namely, designing, implementing, and maintaining web sites for other

**SP@CE HOST**

UNITED STATES 1273100-112 10/20/2000 76/150,634 2/25/2003 2,691,468 REGISTERED 38,42  
 8/25/2007 8815 LTC

- 38 - Providing multiple-user access to a global computer information network
- 42 - Computer services, namely creating and maintaining web sites for others

**SPRAWLNET**

UNITED STATES 1273100-127 5/4/1999 75/997,175 PENDING 038,42  
 7/4/2005 STATUS CHECK

- 038 - Telephone communication services
- 42 - Computer network portal services, namely, creating indexes of information on web sites of others for searching and browsing indexes of information on a global computer network and providing an online web page link to news, weather, current events, and general reference materials

**THE INSIDER**

UNITED STATES 1273100-2-10 6/1/2000 76/061,237 ABANDONED 37  
 37 - Telecommunications services, namely, diagnostic and repair services for customers' telecommunications wiring and jacks

**THE INTEGRATOR**

UNITED STATES 1273100-121 2/10/1999 75/887,007 ABANDONED 38  
 38 - Local telephone service, long distance telephone service, access to the global computer network, and wireless telephone service.

**THE OUTFIELDER**

UNITED STATES 1273100-2-17 8/21/2000 76/113,956 ABANDONED 38  
 38 - Telecommunication services, namely, providing remote call forwarding services.

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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*Next Action Due*

**THE SPRAWLER**

UNITED STATES      1273100-128      5/28/1999      75/717,670      PENDING      38  
 5/29/2005 STATUS CHECK

38 - Telephone communication services, namely, local and long distance telephone service

**VALU-LINE OF KANSAS INC. KANSAS OWNED KANSAS PROUD**

KANSAS      1273100-128      9/18/1998      N/A      REGISTERED      5  
 9/18/2005 Renewal LTC

5 - Long distance and telephone services

**WHERE ALL YOUR MESSAGES COME TOGETHER**

UNITED STATES      1273100-2-18      8/21/2000      76/113,955      ABANDONED      38

38 - Telecommunication services made available by means of telephone, namely, electronic mail services, facsimile transmission services, and electronic voice messaging, particularly, the recording, storage, and subsequent transmission of voice messages by telephone.

**YOUR BUSINESS' BEST FRIEND**

UNITED STATES      1273100-119      7/7/2000      76/085,561      4/9/2002      2,558,118      REGISTERED      38  
 10/9/2000 8815 LTC

38 - Telecommunication services, namely, local and long distance personal communication services and DSL services and connection to a global computer network

END OF REPORT

TOTAL ITEMS SELECTED \* 27

**SCHEDULE B TO RELEASE OF SECURITY INTEREST IN TRADEMARKS**

**LICENSES**

<u>Agreement</u>	<u>Licensor</u>	<u>Licensee</u>	<u>Date</u>	<u>Subject Matter</u>
Trademark Assignment Agreement	Ionex Communications, Inc.	Ionex Telecommunications, Inc.	6/16/00	Ionex (and Color Design)
Trademark Assignment Agreement	Ionex Communications, Inc.	Ionex Telecommunications, Inc.	6/16/00	Ionex Telecommunications, Inc.
Trademark Assignment Agreement	Ionex Communications, Inc.	Ionex Telecommunications, Inc.	6/16/00	Ionex
Trademark Assignment Agreement	Ionex Communications, Inc.	Ionex Telecommunications, Inc.	6/16/00	Ionex (and Design)

See Exhibit A for more information regarding the subject matter of the License Agreements set forth above. The License Agreements were not registered with the United States Patent and Trademark Office.