

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Deutsche Bank Trust Company Americas, Trust & Securities Services		04/01/2011	Banking Corporation: NEW YORK

RECEIVING PARTY DATA

Name:	One Communications Corp.
Street Address:	1375 Peachtree Street
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30309
Entity Type:	CORPORATION: DELAWARE

Name:	Choice One Communications Inc.
Street Address:	1375 Peachtree Street
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30309
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	3310581	C CONVERSENT COMMUNICATIONS
Registration Number:	2500684	CHOICE ONE
Registration Number:	2454977	CHOICE ONE.COMMUNICATIONS
Registration Number:	2946085	
Registration Number:	3315580	EXPECT MORE FROM ONE
Registration Number:	2460848	LIGHTSHIP
Registration Number:	2388302	LIGHTSHIP TELECOM

900192225

TRADEMARK
 REEL: 004544 FRAME: 0238

OP \$390.00 3310581

Registration Number:	2933157	THE SERVICE YOU WANT. THE TECHNOLOGY YOU NEED
Registration Number:	2472699	INTELLIVIEW
Registration Number:	3193119	SALES IN MOTION
Registration Number:	2553104	POWERPATH
Registration Number:	3193116	SIM
Registration Number:	3523858	ONESOLUTIONS BUSINESS BUNDLES
Registration Number:	3579819	ONESOLUTIONS MOBILE
Registration Number:	3371442	ONE COMMUNICATIONS

CORRESPONDENCE DATA

Fax Number: (404)962-6884
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 404-885-3943
Email: dean.shahriari@troutmansanders.com
Correspondent Name: Dean Y. Shahriari, Ph.D.
Address Line 1: Troutman Sanders LLP
Address Line 2: 600 Peachtree Street, NE -- Suite 5200
Address Line 4: Atlanta, GEORGIA 30308-2216

ATTORNEY DOCKET NUMBER:	040468.000043
NAME OF SUBMITTER:	Dean Y. Shahriari, Ph.D.
Signature:	/Dean Y. Shahriari 56783/
Date:	05/18/2011

Total Attachments: 7
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**TERMINATION AND RELEASE
OF SECURITY INTEREST IN INTELLECTUAL PROPERTY**

THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY, dated as of April 1, 2011, (this "Termination and Release") is from DEUTSCHE BANK TRUST COMPANY AMERICAS, TRUST & SECURITIES SERVICES, in its capacities as Administrative Agent and Collateral Agent (in such capacities, together with its successors and permitted assigns, collectively, the "Agent"), for itself and the Secured Parties (as defined in the IP Security Agreements referred to below), to One Communications Corp. and Other Grantors (as defined herein) (collectively, the "Grantors").

WITNESSETH:

WHEREAS, pursuant to the (i) First Lien Intellectual Property Security Agreement, dated as of June 30, 2006 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified, the "First Lien Agreement") by the Grantors in favor of CapitalSource Finance LLC as Collateral Agent for the Secured Parties, (ii) Amended and Restated First Lien Intellectual Property Security Agreement, dated as of April 19, 2007 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified, the "Amended Agreement") by the Grantors in favor of CapitalSource Finance LLC as Collateral Agent for the Secured Parties, and (iii) Trademark Security Agreement, dated as of June 15, 2010 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified, the "Trademark Security Agreement" and collectively with the First Lien Agreement and Amended Agreement, the "IP Security Agreements"), the Grantors granted to CapitalSource Finance LLC as Collateral Agent for the Secured Parties a security interest (the "Security Interest") in the Intellectual Property Collateral (as defined in each of the First Lien Agreement and the Amended Agreement) and the Intellectual Property (as defined in the Trademark Security Agreement) (collectively, the "Released Intellectual Property");

WHEREAS, pursuant to the Agency Assignment and Amendment Agreement, dated as of July 16, 2010 (including all annexes, exhibits or schedules thereto, and as amended, restated supplemented or otherwise modified, the "Assignment") and the Assignment of First Lien Pledge and Security Agreement, First Lien Intellectual Property Security Agreement, and Trademark Security Agreement, *nunc pro tunc* effective as of July 16, 2010 (the "IP Assignment"), Agent succeeded CapitalSource Finance LLC as Collateral Agent under the IP Security Agreements;

WHEREAS, the IP Security Agreements and the IP Assignment were recorded with the Assignment Division of the United States Patent and Trademark Office and the U.S. Copyright Office; and

WHEREAS, Agent now desires to terminate and release the entirety of the Security Interest in the Released Intellectual Property.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, Agent hereby states as follows:

1. Definitions.

All capitalized terms used but not otherwise defined herein have the meanings given to them in the IP Security Agreements, the Assignment, and the IP Assignment.

“Other Grantors” means the following:

- A. Choice One Communications International Inc.
- B. Choice One Communications of Connecticut Inc.
- C. Choice One Communications of Maine Inc.
- D. Choice One Communications of Massachusetts Inc.
- E. Choice One Communications of New York Inc.
- F. Choice One Communications of Ohio Inc.
- G. Choice One Communications of Pennsylvania Inc.
- H. Choice One Communications of Rhode Island Inc.
- I. Choice One Communications of Vermont Inc.
- J. Choice One of New Hampshire Inc.
- K. Choice One Communications Resale L.L.C.
- L. Connecticut Telephone & Communications Systems, Inc.
- M. Conversent Communications of Massachusetts, Inc.
- N. Conversent Communications, Inc.
- O. Conversent Holdings, Inc.
- P. Conversent Communications Resale L.L.C.
- Q. CTBB Holdings, Inc.
- R. CTC Communications Corp.
- S. CTC Communications of Virginia, Inc.
- T. Intelcom Data Systems, Inc.
- U. Lightship Holding, Inc.
- V. Reon Broadband Corp.
- W. US Xchange Inc.
- X. One Communications Acquisition Corp. I
- Y. One Communications Management Co.
- Z. Connecticut Broadband, LLC
- AA. Conversent Communications Long Distance, LLC
- BB. Conversent Communications of Connecticut, LLC
- CC. Conversent Communications of Maine, LLC
- DD. Conversent Communications of New Hampshire, LLC
- EE. Conversent Communications of New Jersey, LLC
- FF. Conversent Communications of New York, LLC
- GG. Conversent Communications of Pennsylvania, LLC
- HH. Conversent Communications of Rhode Island, LLC
- II. Conversent Communications of Vermont, LLC
- JJ. Conversent Communications, LLC

- KK.** Conversent Data Vault, LLC
- LL.** CVB Northwest, LLC
- MM.** Fibernet of Ohio, LLC
- NN.** Fibernet Telecommunications of Pennsylvania, LLC
- OO.** Fibernet, L.L.C.
- PP.** Fibernet of Virginia, Inc. (Formerly Known As Choice One Communications of Virginia Inc.)
- QQ.** Lightship Telecom, LLC
- RR.** Mountaineer Telecommunications, LLC
- SS.** US Xchange of Illinois, L.L.C.
- TT.** US Xchange of Indiana, L.L.C.
- UU.** US Xchange of Michigan, L.L.C.
- VV.** US Xchange of Wisconsin, L.L.C.
- WW.** Choice One Communications Services Inc.
- XX.** Choice One Online Inc.
- YY.** One Communications Acquisition Corp. II
- ZZ.** Payphone, LLC

2. Release of Security Interest. Agent, on behalf of itself and Secured Parties, hereby terminates, releases, and discharges the Security Interest in the Released Intellectual Property, including (i) the Trademarks listed in Exhibit 1 attached hereto and (ii) the Copyrights listed in Exhibit 2 attached hereto. Any and all right, title, or interest of Agent and Secured Parties in the Released Intellectual Property and all proceeds thereof, including without limitation the goodwill of the business connected with the use of, and symbolized by, the Released Intellectual Property and any and all causes of action which may exist by reason of infringement of the Released Intellectual Property, shall hereby cease and become void.

3. Governing Law. This Termination and Release shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of New York without regard to conflict of laws principles thereof.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release of Security Interest in Intellectual Property by its duly authorized officers as of the date first written above.

**DEUTSCHE BANK TRUST COMPANY
AMERICAS, TRUST & SECURITIES
SERVICES,** DEUTSCHE BANK NATIONAL TRUST COMPANY
as Agent for DEUTSCHE BANK TRUST COMPANY AMERICAS

By: *Eh*
Name: Estelle Lawrence
Title: Vice President

By: *C. Goldberg*
Name: Elizabeth Goldberg
Title: ASSOCIATE

Exhibit 1 - Trademarks

U.S. Trademarks

	Owner of Record	Trademark	Registration Number
1.	One Communications Corp.	C CONVERSENT COMMUNICATIONS and design	3310581
2.	Choice One Communications Inc.	CHOICE ONE	2500684
3.	Choice One Communications Inc.	CHOICE ONE COMMUNICATIONS and design	2454977
4.	One Communications Corp.	Circles design	2946085
5.	One Communications Corp.	EXPECT MORE FROM ONE	3315580
6.	One Communications Corp.	LIGHTSHIP and design	2460848
7.	One Communications Corp.	LIGHTSHIP TELECOM	2388302
8.	One Communications Corp.	THE SERVICE YOU WANT. THE TECHNOLOGY YOU NEED	2933157
9.	One Communications Corp.	INTELLIVIEW	2472699
10.	One Communications Corp.	SALES IN MOTION	3193119
11.	One Communications Corp.	POWERPATH	2553104
12.	One Communications Corp.	SIM	3193116
13.	One Communications Corp.	ONESOLUTIONS BUSINESS BUNDLES and design	3523858
14.	One Communications Corp.	ONESOLUTIONS MOBILE	3579819
15.	One Communications Corp.	ONE COMMUNICATIONS and design	3371442

State Trademarks

	Owner	Trademark	Registration Number
1.	US Xchange of Wisconsin, LLC	ONE COMMUNICATIONS	Registration No. 5,700,129 (registered only in the State of Wisconsin covering Classes 9, 5, 37 and 38)
2.	CTC Communications Corp.	ONE COMMUNICATIONS	Registration No. 5,700,161 (registered only in the State of Wisconsin covering Classes 9, 35, 37 and 38)
3.	Conversent Communications Resale, LLC	ONE COMMUNICATIONS	Registration No. 20,095,901,737 (registered only in the State of Wisconsin covering Class 38)
4.	CTC Communications Corp.	ONE COMMUNICATIONS	Registration No. 20,095,001,130 (registered only in the State of Wisconsin covering Classes 38)
5.	CTC Communications Corp.	ONE COMMUNICATIONS	Registration No. 17,304 (registered only in the State of Kansas)
6.	CTC Communications Corp.	ONE COMMUNICATIONS and design	Registered only in the State of South Carolina. No registration number available as some states do not issue registration numbers.
7.	CTC Communications Corp.	ONE COMMUNICATIONS	Registration No. TK06081402 (registered only in the State of New Mexico)
8.	CTC Communications Corp.	ONE COMMUNICATIONS	Registered only in the State of Massachusetts. No registration number available as some states do not issue registration numbers
9.	CTC Communications Corp.	ONE COMMUNICATIONS	Registered only in the State of Mississippi on October 16, 2006. No registration number available as some states do not issue registration numbers

Exhibit 2 - Copyrights

	Owner of Record	Copyright	Registration Number
1.	CTC Communications Corp.	IntelliVIEW: a software application designed to review and analyze customer billing information in the telecommunications industry	TXu-809-178
2.	CTC Communications Corp.	NIMBUS network integration manager—branch utilization system	TXu-809-177
3.	REON Broadband Corp.	REON Broadband	TX-5-348-539