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07-26-1999

RECORDATION FORM COV  
TRADEMARKS ON



101101346

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copies thereof.

1. Name of conveying party(ies):  
**ALLTEL Management Corporation**

Individual  Association  
 General Partnership  Limited Partnership  
 Corporation-State of Delaware  
 Other \_\_\_\_\_  
 Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and Address of receiving party(ies):  
**The ALLTEL Illinois Limited Partnership  
One Allied Drive  
Little Rock, AR 72202**

Individual(s) citizenship: \_\_\_\_\_  
 Association: \_\_\_\_\_  
 General Partnership: \_\_\_\_\_  
 Limited Partnership: **Delaware limited partnership**  
 Corporation-state: \_\_\_\_\_  
 Other: \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic Representative designation is attached:  
 Yes  No  
 (Designation must be separate document from Assignment).  
 Additional name(s) & address(es) attached?  
 Yes  No

3. Nature of Conveyance:

Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_

Execution Date: **June 4, 1999.**

4. Application number(s) or registration number(s):



A. Trademark Application No.(s)

B. Trademark registration No.(s)

**1322561**

06-25-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #64

Additional numbers attached?  Yes  No

5. Mail correspondence to:  
**ALLTEL Corporate Services, Inc.**  
One Allied Drive  
Little Rock, AR 72202  
Attention: Legal Department

5. Total number of applications and registrations involved:  
  1  

The Commissioner is hereby authorized to charge in the amount of \$40.00, the total fee due pursuant to 37 C.F.R. §3.41, to Deposit Account No. 010486.  
A copy of this Recordation Cover Sheet is enclosed.

7. 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.

Susan Stevens, Attorney  
Name of Person Signing

Signature

6/23/99  
Date

07/23/1999 DNGUYEN 00000235 010486 1322561

Total number of pages comprising cover sheet:   1  

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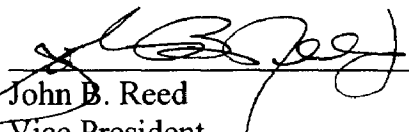
**TRADEMARK ASSIGNMENT**

**WHEREAS**, ALLTEL Management Corporation, a Delaware corporation, with its principal place of business at One Allied Drive, Little Rock, Arkansas 72202 ("Assignor"), has adopted, owns and is using a ninety-nine percent (99%) interest in the service mark ALLTEL ("the Mark") in connection with the following goods and/or services: telecommunications services, registered with the United States Patent and Trademark Office, registration number 1,322,561, International Class 38; and

**WHEREAS**, The ALLTEL Illinois Limited Partnership is a Delaware limited partnership ("Assignee"), with its principal place of business at One Allied Drive, Little Rock, Arkansas 72202, and Assignee desires to acquire Assignor's entire interest in the Mark;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee its entire right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the registration of the Mark.

ALLTEL MANAGEMENT CORPORATION

By:   
Name: John B. Reed  
Title: Vice President

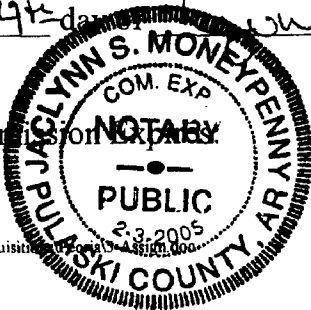
Effective March 1, 1999.

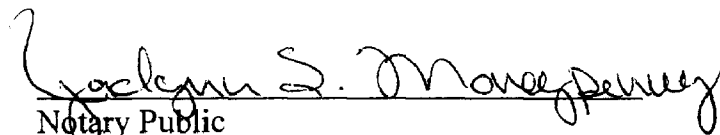
STATE OF ARKANSAS

PULASKI COUNTY

SUBSCRIBED AND SWORN to before me this 4<sup>th</sup> day of June, 1999.

My Comm. Expires



  
Notary Public

f:\Legal\Perez\Acquisition\Assignor\Assignor.doc