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S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Brent Spooner

- Individual(s) [checked] Association [ ] General Partnership [ ] Limited Partnership [ ] Corporation-State [ ] Other [ ]

Additional name(s) of conveying party(ies) attached? [ ] Yes [checked] No

2. Name and address of receiving party(ies)

Name: Allegiance Telecom, Inc.

Internal

Address:

Street Address: 9201 Central Expressway

City: Dallas State: TX Zip: 75231

- Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [ ] Corporation-State Delaware [checked] Other [ ]

If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [checked] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [ ] Yes [checked] No

3. Nature of conveyance:

- Assignment [checked] Merger [ ] Security Agreement [ ] Change of Name [ ] Other [ ]

Execution Date: 02/17/2004

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,176,085

Additional number(s) attached [ ] Yes [checked] No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: David W. Carstens

Internal Address: Carstens, Yee & Cahoon, LLP

PO Box 802334

Street Address:

City: Dallas State: TX Zip: 75380

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed [checked] Authorized to be charged to deposit account [ ]

8. Deposit account number:

50-0392

DO NOT USE THIS SPACE

9. Signature.

David W. Carstens

Name of Person Signing

[Signature]

Signature

May 24, 2004

Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

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FINANCE SECTION

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

**Owner:** Brent Spooner  
**Registration No.:** 2,176,085  
**Serial No.:** 75/168,244  
**Mark:** CONNECTNET  
**Registration Date:** July 28, 1998  
**Attorney Docket No.:** AALLE.0122

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Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

**TRADEMARK ASSIGNMENT**

This Trademark Assignment is made the 17 day of <sup>February</sup>~~November~~, 200~~7~~<sup>4</sup>, by Brent Spooner, a United States citizen, residing at 3204 SILVER CREEK DR., PLANO, TX 75093 ("Assignor") and Allegiance Telecom, Inc., a Delaware corporation, located and doing business at 9201 Central Expressway, Dallas, Texas 75231 ("Assignee").

**WHEREAS**, Assignor has used and is the owner of the trademark "CONNECTNET," together with common law rights therein (hereinafter, the "Trademark"); and

**WHEREAS**, the Trademark is the subject of U.S. Registration No. 2,176,085; and

**WHEREAS**, Assignor has agreed to assign to Assignee all rights of Assignor in the Trademark, including all property, right, title and interest in and to the Trademark, and the goodwill associated therewith;

**NOW THIS DEED WITNESSETH AS FOLLOWS:**

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and conveys to Assignee all Assignor's rights in the Trademark, including all property, right, title, and interest in and to the Trademark, and the registrations and applications for registration described herein, the common law rights therein, the goodwill associated with the business in which the Trademark is used, and the right to recover for past infringements thereof; and to collect any royalty thereof; to hold the same unto Assignee absolutely.

IN WITNESS WHEREOF, Assignor has executed this Assignment on the date and year first written above.

Assignor

By: *Brent Spooner*  
Brent Spooner

STATE OF TEXAS

BEFORE ME, on this day, personally appeared Brent Spooner, and known by me to be the person whose name is subscribed to the foregoing instrument, and acknowledged that he executed the same for the purposes and consideration therein expressed.

Subscribed to and sworn to before me this 17th day of ~~November~~ <sup>FEBRUARY, 2004</sup>, 2003.

My Commission Expires:  
7/29/2005

*Marie D. McGehee*  
Notary Public

