

01-14-1999



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

1/12/99

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID#
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date December 31, 1998
Month Day Year
- Change of Name
- Other:

Conveying Party

Mark if additional names of conveying parties attached

Name Western Wireless Corporation

Execution Date
Month Day Year
December 31, 1998

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Washington

Receiving Party

Mark if additional names of receiving parties attached

Name VoiceStream Wireless Corporation

DBA/AKA/TA

Composed of

Address (line 1) 3650 131st Avenue SE
 Address (line 2) Suite 400
 Address (line 3) Bellevue, Washington 98006

- Individual General Partnership Limited Partnership
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

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01 FC:4E1 40.00 OP
02 FC:4E2 50.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027 Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 1836 FRAME: 0262

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Domestic Representative Name and Address

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Enter for the first Receiving Party only.
GPR/FINANCE

Name
Address (line 1)
Address (line 2)
Address (line 3)
Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number (206) 623-7580

Name Priscilla L. Sulham, Esq.
Address (line 1) 701 Fifth Avenue
Address (line 2) Suite 5000
Address (line 3) Seattle, Washington 98104-7078
Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.
2

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75/173,394

75/009,193

75/009,194

Number of Properties

Enter the total number of properties involved # 3

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$90.00

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account).

Deposit Account Number: # 162456

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Priscilla L. Sulham

Priscilla L. Sulham 1-7-99

Name of Person Signing

Signature

Date Signed

**ASSIGNMENT OF TRADEMARK
AND APPLICATION FOR FEDERAL REGISTRATION**

WHEREAS, Western Wireless Corporation, a Washington corporation ("Assignor"), 3650 131st Avenue SE, Suite 400, Bellevue, Washington 98006, has intended to use the marks shown in the attached Exhibit in interstate commerce and has filed with the United States Patent and Trademark Office applications based on its bona fide intent to use such marks in commerce, as identified in the Exhibit, but has not yet filed allegations of use of the marks under Section 1 (c) or 1 (d) of the Trademark Act; and

WHEREAS, VoiceStream Wireless Corporation, a Delaware corporation ("Assignee"), 3650 131st Avenue SE, Suite 400, Bellevue, Washington 98006 is acquiring the entire business or portion thereof to which the marks pertain as required by 15 USC § 1060.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee the marks as part of the entire business or portion thereof to which the marks pertain as required by 15 USC § 1060.

DATED this 31st day of December, 1998.

WESTERN WIRELESS CORPORATION

By *Alan R. Bender*

Alan R. Bender
Senior Vice President and General Counsel

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

I certify that I know or have satisfactory evidence that Alan R. Bender is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument, and acknowledged it as the Senior Vice President and General Counsel of Western Wireless Corporation to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated this 31st day of December, 1998.



Lee Ann Tostevin
Notary Public

My Appointment Expires: 12/15/99

EXHIBIT

MARK

ANSWER THE CALL
FAXSTREAM
PAGESREAM

SERIAL NUMBER

75/173,394
75/009,193
75/009,194

FILING DATE

September 23, 1996
October 23, 1995
October 23, 1995

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