

06-25-1999

U.S. Department of Commerce
Patent and Trademark Office
Forms or copy thereof.



101074868

(ies):

To the Honorable Commissioner of Patents and Trademarks:]

1. Name of conveying party(ies):
Shared Technologies Fairchild Telecom, Inc.
(f/k/a VSI Corporation)
45025 Aviation Drive, Suite 400
Dulles, Virginia 20166

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

Name: Fairchild Holding Corp.
Internal Address: _____
Street Address: 45025 Aviation Drive, Suite 400
City: Dulles State: VA ZIP: 20166

Additional name(s) of conveying party(ies) attached? Yes x No

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other new cover sheet to correct error in assignment cover sheet recorded on Reel/Frame 1870/0031

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

Execution Date: _____

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

B. Trademark registration No.(s)
1114373

Additional numbers attached? Yes No

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

Name: T. Maria Lam, Esq.
Internal Address: Foley Hoag & Eliot LLP
Street Address: One Post Office Square
City: Boston State: MA ZIP: 02109

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
06-1446
(Attach duplicate copy of this page if paying by deposit account)

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DO NOT USE THIS SPACE

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9. 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.

T. Maria Lam, Esq.
Name of Person Signing

Signature

June 18, 1999
Date

Total number of pages comprising cover sheet: 1

TRADEMARK ASSIGNMENT

This Assignment is made by Shared Technologies Fairchild Telecom, Inc. ("Assignor"), formerly known as VSI Corporation, a Delaware corporation with its principal place of business at 45025 Aviation Drive, Suite 450, Dulles, Virginia 20166 USA, to Fairchild Holding Corp. ("Assignee"), a Delaware corporation with offices at 45025 Aviation Drive, Suite 400, Dulles, Virginia 20166 USA.

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby assigns to the Assignee, and/or confirms its assignment to the Assignee, of all its right, title, and interest in and to the following mark:

<u>Mark</u>	<u>U.S. Registration No.</u>
EB	1,114,373

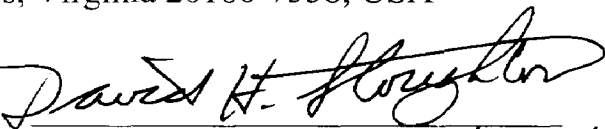
and the Assignor hereby assigns to the Assignee all of its right, title and interest in and to the above-indicated U.S. registration of such mark and all renewals thereof, the goodwill of the business associated with the use of, and symbolized by, such mark and all rights of action accrued and to accrue under and by virtue thereof, including, without limitation, the right to sue and recover for past infringement of said mark.

This assignment shall be deemed effective as of March 13, 1996.

IN WITNESS WHEREOF, the Assignor has executed this Assignment as an instrument under seal.

Shared Technologies Fairchild Telecom, Inc.
(formerly VSI Corporation)
45025 Aviation Drive, Suite 450
Dulles, Virginia 20166-7558, USA

Date: March 2, 1999

By: 
Name: DAVID H. STOUGHTON
Title: VICE PRESIDENT