
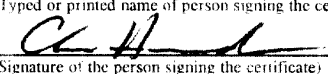


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08-07-1998



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents		100785980	Document or copy thereof.
1. Name of Party(ies) conveying an interest: US LEC LLC <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other <u>Delaware Limited Liability Company</u> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and Address of Party(ies) receiving an interest: Name: <u>US LEC CORP.</u> Street Address: <u>401 North Tryon Street</u> Internal Address: <u>Suite 1000</u> City: <u>Charlotte</u> State: <u>North Carolina</u> Zip: <u>28202</u> <input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <u>Delaware</u> <input type="checkbox"/> Other Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of Conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other Execution Date: <u>December 30, 1997</u>		4. Application number(s) or registration number(s) A. Trademark Application No.(s): <u>75/176,767</u> <u>75/176,387 75/176,898 75/176,922 75/177,113</u> B. Trademark Registration No.(s): <u>2,093,853</u> <u>2,143,543</u> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Arlene D. Hanks, Esq.</u> Internal Address: <u>Moore & Van Allen, PLLC</u> Street Address: <u>2200 West Main Street, Suite 800</u> City: <u>Durham</u> State: <u>NC</u> ZIP: <u>27705</u>		6. Total number of applications and registrations involved: <u>7</u> 7. Total fee (37 CFR 3.4) \$ <u>190.00</u> <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account (Any Deficiency) 8. Deposit account number: <u>13-4365</u> (Attach duplicate copy of this form if paying by deposit account):	
DO NOT USE THIS SPACE			
9. Statement and signature <i>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</i> <u>Arlene D. Hanks, Esq.</u>  <u>7-30-98</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments and document: _____			
Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231		CERTIFICATE OF MAILING I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS. <u>CHRIS HERNDON</u> (Typed or printed name of person signing the certificate)  (Signature of the person signing the certificate) <u>7-30-98</u> (Date of Signature)	

08/05/1998 TT011 00000040 2093853

01 FC:481 40.00 DP
02 FC:482 150.00 DP

**CERTIFICATE OF MERGER
OF
US LEC L.L.C.
INTO
US LEC CORP.**

US LEC Corp., a Delaware corporation, does hereby certify pursuant to Section 264 of the Delaware General Corporation Law and Section 18-209 of the Delaware Limited Liability Company Act as follows:

1. The parties participating in the merger herein described are: (a) US LEC Corp., which is incorporated under the laws of the State of Delaware (the "Surviving Company"), and (b) US LEC L.L.C., which is formed under the laws of the State of Delaware (the "Merging Company").

2. An Agreement of Merger between the parties to the merger has been approved, adopted, executed, certified and acknowledged by the Surviving Company and the Merging Company in accordance with the provisions of Section 264 of the Delaware General Corporation Law and Section 18-209 of the Delaware Limited Liability Company Act.

3. The name of the Surviving Company is US LEC Corp.

4. The executed Agreement of Merger is on file at the principal place of business of the Surviving Company, the address of which is as follows:

212 South Tryon Street, Suite 1540
Charlotte, North Carolina 28281

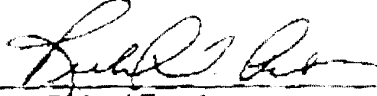
5. A copy of the Agreement of Merger will be furnished by the Surviving Company, on request without cost, to any stockholder of the Surviving Company or to any member of the Merging Company.

6. The Certificate of Incorporation of US LEC Corp., a Delaware corporation, which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

7. This Certificate of Merger shall become effective at 11:59 p.m. on December 31, 1997, or, if later, upon filing with the Delaware Secretary of State.

IN WITNESS WHEREOF, US LEC Corp. has caused this Certificate of Merger to be signed by Richard T. Aab, its Chairman, this 30th day of December, 1997.

US LEC Corp.,
a Delaware corporation

By: 
Name: Richard T. Aab
Title: Chairman

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"US LEC L.L.C.", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "US LEC CORP." UNDER THE NAME OF "US LEC CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 1997, AT 4:30 O'CLOCK P.M.



Edward J. Freel
Secretary of State
Office of the Secretary of State
27 N. State Street
Wilmington, Delaware 19802

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RECORDED: 08/03/1998

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