

09-17-1998



100830705

ereof.

To the Assistant Commissioner for Trademarks: Please record

9-2-98



1. Name of conveying party(ies):

THE RUEBEN H. DONNELLEY CORPORATION

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

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

3. Nature of conveyance:

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

Execution Date: May 18, 1998

2. Name and address of receiving party(ies):

Name: R.H. DONNELLEY INC.

Internal Address: \_\_\_\_\_

Street Address: One Manhattanville Road

City: Purchase State: NY Zip: 10577

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

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  No

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

A. Trademark Application No.(s)

75/327,052 and 75/327,052

B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

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

Name: LEYDIG, VOIT & MAYER, LTD.  
Attention: James D. Zalewa

Internal address:

Street Address: 180 North Stetson  
Two Prudential Plaza, Suite 4900

City: Chicago State: IL Zip: 60601

6. Total number of applications and registrations involved: .....2

7. Total Fee (37 CFR 3.41) .....\$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 12-1216  
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

09/15/1998 JSH/BAZZ 00000147 75327052

01 FC:401 40.00 OP  
02 FC:402 Statement and signature. 25.00 OP

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.

James D. Zalewa  
Name of Person Signing

Date Aug. 28, 1998

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

Mail documents to be recorded with required cover sheet information to:

Assistant Commissioner for Trademarks  
Box Assignment  
Washington, D.C. 22202

State of Delaware  
Office of the Secretary of State PAGE 1

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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 AMENDMENT OF "THE REUBEN H. DONNELLEY CORPORATION", CHANGING ITS NAME FROM "THE REUBEN H. DONNELLEY CORPORATION" TO "R.H. DONNELLEY INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MAY, A.D. 1998, AT 4 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, appearing to read "Edward J. Freel".

Edward J. Freel, Secretary of State

0571219 8100

AUTHENTICATION: 9087496

981190509

DATE: 05-18-98

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TRADEMARK  
REEL: 1797 FRAME: 0502

**CERTIFICATE OF AMENDMENT  
OF  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
THE REUBEN H. DONNELLEY CORPORATION**

The undersigned, being the duly elected President of The Reuben H. Donnelley Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, as amended (the "Corporation"), DOES HEREBY CERTIFY:

**FIRST:** That the Board of Directors of the Corporation by resolutions duly adopted by unanimous written consent, declared it advisable that the Restated Certificate of Incorporation of the Corporation filed with the Secretary of State of the State of Delaware on March 26, 1968 be amended by amending Article First to read in its entirety as follows:

"FIRST: The name of the corporation is R.H. Donnelley Inc."

**SECOND:** That such amendment was duly adopted by the shareholders of the Corporation entitled to vote thereon in accordance with Section 228 of the General Corporation Law of the State of Delaware, as amended (the "DOCL").

**THIRD:** That such amendment was duly adopted in accordance with the provisions of Section 242 of the DOCL.

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IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed this 19<sup>th</sup> day of May, 1998

THE REUBEN H. DONOGUELLY CORPORATION

By: *Frank R. Norman*  
Name: Frank R. Norman  
Title: President

Attest: *Cynthia J. ...*  
Name: Cynthia J. ...  
Title: Assistant to President

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