

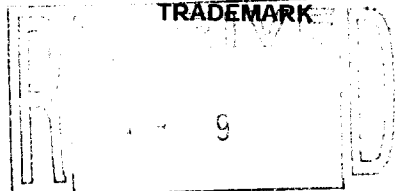
04-22-1999



TRADEMARK

101017714

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



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
Month Day Year
6/5/91
- Change of Name
- Other _____

4/19/99

Conveying Party

- Mark if additional names of conveying parties attached
- Name Superior Cable Corporation Execution Date
Month Day Year
6/5/91
- Formerly _____

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

Receiving Party

- Mark if additional names of receiving parties attached
- Name Superior Teletec Transmission Products, Inc.

- DBA/AKA/TA _____
- Composed of _____
- Address (line 1) Suite 300
- Address (line 2) 150 Interstate North Parkway
- Address (line 3) Atlanta City GA State/Country 30339 Zip Code
- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Georgia

04/21/1999 DNGUYEN 00000303 1101299
01 FC:481 40.00 OP

FOR OFFICE USE ONLY

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: 1886 FRAME: 0397

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

404-420-4637

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

9

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)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1101299"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

One (1)

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 40.00

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:

#

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.

Kimberly L. Myers

Name of Person Signing

Signature

4/12/99

Date Signed

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Dr. N.E.
Atlanta, Georgia 30334-1200

TRANSACTION NUMBER : 91136449
CHARTER NUMBER : 0512597
DATE INCORPORATED : 08/21/85
EFFECTIVE DATE : 06/05/91
EXAMINER : JACKIE SLATE
TELEPHONE : 404-656-1812

REQUESTED BY:

ROGERS J. HARRIN
ANNE E. LECTOR
225 P. LAWRENCE STREET, NE, STE 2700
ATLANTA, GEORGIA 30303

CERTIFICATE OF MERGER

I, MAX CIELAK, Secretary of State and the Corporations
Commissioner of the State of Georgia do hereby certify, under the
seal of my office, that articles of merger have been duly filed on
the effective date set forth above, merging

"SUPERIOR TELETEC TRANSMISSION PRODUCTS INC.", a Georgia corp.
merged with and into
"SUPERIOR CABLE CORPORATION", a Georgia corporation
which changed name to
"SUPERIOR TELETEC TRANSMISSION PRODUCTS INC."

and the fees therefor paid as provided by law, and that attached
hereto is a true and correct copy of said articles of merger.

WITNESSED, my hand and official seal, in the City of Atlanta
and the State of Georgia on the date set forth below.

DATE: JUNE 5, 1991
FORM 6 (JULY 1989)



Max Cielak

MAX CIELAK
SECRETARY OF STATE

Debra J. Spivey

DEBRA J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2844

CEMENTS
656-1079

CORPORATIONS
656-2811

CORPORATIONS HOT LINE
404-656-2222
Outside Metro Atlanta

ARTICLES OF MERGER
OF
SUPERIOR TELETEC TRANSMISSION PRODUCTS INC.,
a Georgia corporation,
WITH AND INTO
SUPERIOR CABLE CORPORATION,
a Georgia corporation

To the Secretary of State
State of Georgia

Pursuant to the provisions of the Georgia Business Corporation Code, the domestic corporations herein named do hereby adopt the following Articles of Merger.

1. Annexed hereto as Exhibit A and made a part hereof by this reference, the Agreement and Plan of Merger for merging Superior Teletec Transmission Products Inc. with and into Superior Cable Corporation, as adopted by unanimous written consent, taken in lieu of a meeting, by the Board of Directors of Superior Teletec Transmission Products Inc. as of June 4, 1951, and adopted by unanimous written consent, taken in lieu of a meeting, by the Board of Directors of Superior Cable Corporation as of June 4, 1951.

2. Pursuant to Section 14-2-1101(h) of the Georgia Business Corporation Code, the Agreement and Plan of Merger was not required to be submitted to the shareholders of Superior Cable Corporation for their approval.

3. Pursuant to Section 14-2-1101 of the Georgia Business Corporation Code, the merger was duly approved by the sole shareholder of Superior Teletec Transmission Products Inc.

4. Superior Cable Corporation will continue its existence as the surviving corporation under the name Superior Teletec Transmission Products Inc. pursuant to the provisions of the Georgia Business Corporation Code.

IN WITNESS WHEREOF, these Articles of Merger have been executed by the duly authorized officers of Superior Teletec Transmission Products Inc. and Superior Cable Corporation as of June 4, 1951.

SUPERIOR TELETEC TRANSMISSION
PRODUCTS INC.

By: David S. Aldrich
David S. Aldrich, Vice President

SUPERIOR CABLE CORPORATION

By: David S. Aldrich
David S. Aldrich, Vice President

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger ("Plan") is made and entered into as of June 4, 1991, for the purpose of effecting a merger (the "Merger") of Superior Telefac Transmission Products Inc., a Georgia corporation ("STTPI" or the "Merging Corporation"), with and into Superior Cable Corporation, a Georgia corporation ("Cable" or the "Surviving Corporation"), (Cable and STTPI are hereinafter collectively referred to as the "Constituent Corporations"), in accordance with Section 14-2-101 of the Georgia Business Corporation Code.

W I T N E S S E T H

WHEREAS, the Boards of Directors of the Constituent Corporations deem it advisable and for the benefit of said corporations that STTPI merge into Cable and that Cable be the Surviving Corporation in the Merger qualifying as a statutory merger within the meaning of Section 168(a)(1)(A) of the Internal Revenue Code of 1986, as amended;

WHEREAS, the Georgia Business Corporation Code permits the merger of two or more domestic corporations; and

WHEREAS, the parties hereto desire to set forth all of the terms and conditions of the Merger;

NOW, THEREFORE, for and in consideration of the premises and other mutual agreements, covenants, representations and warranties contained herein, the parties hereto agree as follows:

I.

MERGER; EFFECTIVE DATE

1.1. Merger. On the Effective Date as hereinafter defined, the Merging Corporation shall be merged into the Surviving Corporation, in accordance with the Georgia Business Corporation Code. The Surviving Corporation shall survive the Merger, the separate existence of the Merging Corporation shall cease, and the Merger shall in all respects have the effect provided for in the applicable provisions of the Georgia Business Corporation Code, including, without limitation, Section 14-2-1106 thereof.

1.2. Effective Date. The Merger shall become effective on the date of the filing of duly executed Articles of Merger with the Secretary of State of Georgia (the "Effective Date").

II.

NAME OF SURVIVING CORPORATION; CERTIFICATE OF INCORPORATION; BYLAWS; DIRECTORS; OFFICERS

2.1. Name of Surviving Corporation. The name of the Surviving Corporation shall be "Superior TeleTec Transmission Products Inc."

2.2. Articles of Incorporation of the Surviving Corporation. The Articles of Incorporation of the Surviving Corporation in effect on the Effective Date shall (until further amended) continue to be the Articles of Incorporation of the Surviving Corporation, except that Article I thereof, relating to the name of the Surviving Corporation, is hereby deleted in its entirety and the following substituted therefor, on the Effective Date:

I.

The name of the Corporation is SUPERIOR TELETEC TRANSMISSION PRODUCTS INC.

2.3. Bylaws of the Surviving Corporation. The Bylaws of the Surviving Corporation in effect on the Effective Date shall (until further amended) continue to be the Bylaws of the Surviving Corporation.

2.4. Directors of the Surviving Corporation. The Board of Directors of the Surviving Corporation on the Effective Date shall be the Board of Directors of the Surviving Corporation after the Effective Date until their successors have been duly elected and qualified.

2.5. Officers of the Surviving Corporation. The current officers of the Surviving Corporation on the Effective Date shall be the officers of the Surviving Corporation after the Effective Date until their successors have been duly elected and qualified, and the following individuals shall be deemed elected, on the Effective Date, to the office appearing opposite each of their names below:

<u>Name</u>	<u>Office</u>
Peter C. Armentrout	Vice President
Justin F. Deedy, Jr.	Vice President
R. Bryan Hutton	Vice President

III.
SECURITIES

3.1. Conversion of Securities. The shares of Common Stock of the Constituent Corporations are and shall be converted as follows:

- (a) Stock of the Merging Corporation. The authorized capital stock of STPI consists of two thousand five hundred (2,500) shares of common stock, without par value ("STPI Common Stock"), one thousand three hundred ninety (1,390) shares of which are issued and outstanding. On the Effective Date, all shares of STPI Common Stock issued and outstanding on such date shall be cancelled and retired, and all rights in respect thereof shall cease to exist.
- (b) Stock of the Surviving Corporation. The authorized capital stock of Cable consists of (i) ten thousand (10,000) shares of common stock, \$0.11 par value per share ("Cable Common Stock"), one thousand (1,000) shares of which are issued and outstanding, and (ii) five thousand (5,000) shares of Series A Redeemable Preferred Stock, \$1,000 par value per share ("Cable Preferred Stock"), two thousand eight hundred sixty-eight and 75/100 (2,868.75) shares of which are issued and outstanding. On the Effective Date, the issued and outstanding shares of Cable Common Stock and Cable Preferred Stock shall remain issued and outstanding, and all rights in respect thereof shall remain in full force and effect.

IV.
GENERAL

4.1. Necessary Action. The directors and officers of the Constituent Corporations shall carry out and consummate this Plan and shall have the power to adopt all resolutions, execute and file all documents and take all other actions that they may deem necessary or desirable for the purpose of effecting the merger of the Constituent Corporations in accordance with this Plan.

4.2. Termination and Abandonment. Anything herein or elsewhere to the contrary notwithstanding, the merger of STPI into Cable contemplated herein may be terminated and abandoned by the Board of Directors of Cable or by the Board of Directors of STPI at any time prior to the date of filing the Articles of Merger with the Secretary of State of Georgia.

IN WITNESS WHEREOF, each of the parties to this Agreement and Plan of Merger has caused this Agreement and Plan of Merger to be signed, attested and delivered by its duly authorized officers and its corporate seal to be affixed hereto, as of the date first written above.

SUPERIOR TELETEC TRANSMISSION
PRODUCTS INC.

(Corporate seal)

By:

James R. Kanaly
James R. Kanaly, President

Attest:

David S. Aldridge
David S. Aldridge,
Secretary

SUPERIOR CABLE CORPORATION

(Corporate Seal)

By:

James R. Kanaly
James R. Kanaly, President

Attest:

David S. Aldridge
David S. Aldridge,
Secretary

OFFICER'S CERTIFICATE VERIFYING REQUEST AND PAYMENT
FOR PUBLICATION OF REQUISITE MERGER NOTICE

It is hereby certified and verified by the undersigned, in his capacity as Vice President of Superior Cable Corporation, a Georgia corporation, that the request for publication of a notice of intent to file the annexed Articles of Merger and payment therefor have been made by Superior Cable Corporation as required by subsection (b) of Section 14-2-1105.1 of the Georgia Business Corporation Code.

Executed on June 4, 1991.


David S. Aldridge, Vice President