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To the Honorable Commissioner of Pa

101028970

Attached original documents or copy thereof.

1. Name of conveying party(ies):
NATIONAL TELEPHONE COMMUNICATIONS, INC.
2801 Main Street
Irvine, CA 92614



04-16-1999

U.S. Patent & TMO/c/TM Mail Rpt Dt. #61

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

2. Name and address of receiving party(ies)
Name: **INCOMNET COMMUNICATIONS CORPORATION**
Internal Address: _____
Street Address: **2801 Main Street**
Irvine State: **California** ZIP: **92614**

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: **November 19, 1998**

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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No. **211,613**
SIMPLY CALIFORNIA (Reg. No. 211,613)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Mr. Sigi Hinojosa
Name: **Buchalter, Nemer, Fields & Younger**

Internal Address: _____

Street Address: **601 South Figueroa Street, 24th Floor**

City: **Los Angeles** State: **California** ZIP: **90017**

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41) \$ **315⁰⁰**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

20-0052

(Attach duplicate copy of this page if paying by deposit account)

US PATENT & TRADEMARK OFFICE
1999 APR 16 2:58 PM
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TRADEMARK FEE PROCESS

4.16.99

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DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 275.00 CH

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.

MR. SIGI HINOJOSA
Name of Person Signing

Christine E Wilson

Signature

Sigi Hinojosa

April 9, 1999

Date

4/16/99

Total number of pages including cover sheet, attachments, and document: 1

Trademark	Number and Date
SUCCESS HAPPENS AND DESIGN	Registered Reg. No.: 2,191,090 Reg. Date: September 22, 1998
SIMPLY CALIFORNIA	Registered Reg. No.: 2,211,643 Reg. Date: December 15, 1998
EASYONE	Registered Reg. No.: 2,144,275 Reg. Date: March 17, 1998
NO SURPRISES	Registered Reg. No.: 2,148,932 Reg. Date: April 7, 1998
GLOBAL\$AVER	Registered Reg. No.: 2,032,566 Reg. Date: January 21, 1997
NATIONAL TELEPHONE & COMMUNICATIONS	Registered Reg. No.: 1,892,101 Reg. Date: May 2, 1995
SIMPLE CHOICE INTERNATIONAL	Pending Serial No.: 75-222,830 File Date: January 8, 1997
EXECUTIVE NO SURPRISES	Pending Serial No.: 75-222,831 File Date: January 8, 1997
SIMPLE CHOICE	Pending Serial No.: 75-222,832 File Date: January 8, 1997
SUCCESS HAPPENS WORLDWIDE	Pending Serial No.: 75-398,293 File Date: December 1, 1997
SUCCESS HAPPENS	Pending Serial No.: 75-398,294 File Date: December 1, 1997
NEXTCOM WORLDWIDE TELECOMMUNICATIONS	Pending Serial No.: 75-461,351 File Date: April 2, 1998

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 "NATIONAL TELEPHONE & COMMUNICATIONS, INC.", CHANGING ITS NAME FROM "NATIONAL TELEPHONE & COMMUNICATIONS, INC." TO "INCOMNET COMMUNICATIONS CORPORATION", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF NOVEMBER, A.D. 1998, AT 9 O'CLOCK A.M.



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9642316

DATE: 03-22-99

TRADEMARK
REEL: 1892 FRAME: 0640

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
NATIONAL TELEPHONE & COMMUNICATIONS, INC.

National Telephone & Communications, Inc., a corporation organized and existing under and by virtue of the general corporation law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST. That the Board of Directors of said corporation, by written consent, adopted the following resolution:

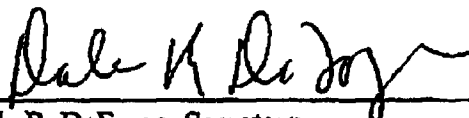
RESOLVED, that the Board of Directors hereby declares it advisable and in the best interest of the Company that Article FIRST of the Certificate of Incorporation be amended to read as follows:

FIRST: The name of the corporation shall be: Incomnet Communications Corporation

SECOND. That the said amendment has been consented to and authorized by the holders of the majority of the issued and outstanding stock entitled to vote by written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD. That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the general Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by Dale R. DeForge, this 18 day of November A.D. 1998.



Dale R. DeForge, Secretary

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 11/19/1998
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