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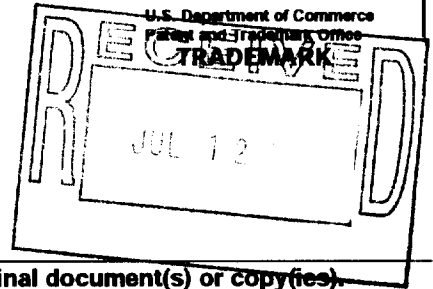
FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

07-15-1999



101091645

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
 - Change of Name
 - Other _____
- Effective Date
Month Day Year
06 01 1999

Conveying Party

Mark if additional names of conveying parties attached

Name TXU COMMUNICATIONS COMPANY Execution Date
Month Day Year
07 07 1999

Formerly LUFKIN-CONROE COMMUNICATIONS CO.

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization STATE OF TEXAS

Receiving Party

Mark if additional names of receiving parties attached

Name TXU COMMUNICATIONS COMPANY

DBA/AKATA _____

Composed of _____

Address (line 1) 321 NORTH FIRST STREET

Address (line 2) _____

Address (line 3) LUFKIN

TX

75904

City

State/Country

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 TX

07/14/1999 DNGUYEN 00000074 75686687

FOR OFFICE USE ONLY

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40.00 DP

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: 001927 FRAME: 0378

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

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. #

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" value="75686687"/>	<input type="text"/>	<input type="text"/>
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Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

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.

Dennis W. Donley, J.R.
Name of Person Signing

Signature

July 7, 1999
Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date

Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

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The State of Texas

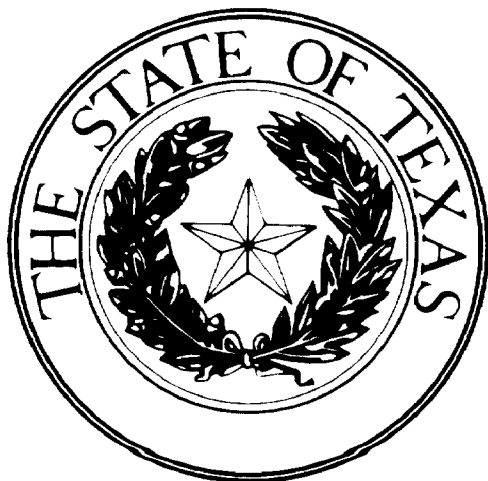
SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is/are true and correct copies of the following described document(s) on file in this office:

TXU COMMUNICATIONS COMPANY
Formerly: LUFKIN-CONROE COMMUNICATIONS CO.
File No. 00266660-00

ARTICLES OF AMENDMENT

JUNE 01, 1999



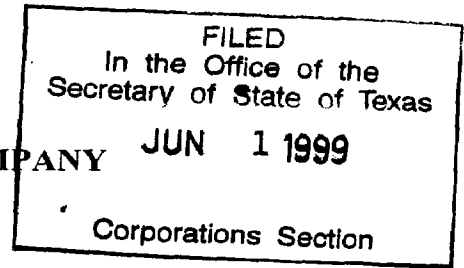
IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on July 6, 1999.

Elton Bomer
Secretary of State

MAC

TRADEMARK
REEL: 001927 FRAME: 0381

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
LUFKIN-CONROE COMMUNICATIONS COMPANY**



Pursuant to the provisions of Articles 4.04 and 10.03 of the Texas Business Corporation Act, the undersigned corporation adopts the following articles of amendment to its restated articles of incorporation to be effective as set forth herein.

ARTICLE ONE

The name of the corporation is Lufkin-Conroe Communications Company.

ARTICLE TWO

The following amendment to the restated articles of incorporation was adopted by the sole shareholder of the corporation on May 14, 1999. The restated articles of incorporation are amended to change the name of the corporation.

The amendment alters or changes Article One of the restated articles of incorporation and the full text of each provision of Article One is amended to read as follows:

"ARTICLE ONE

The name of the Corporation is TXU Communications Company."

ARTICLE THREE

The number of shares of the corporation outstanding at the time of such adoption was 1,000; and the number entitled to vote thereon was 1,000.

ARTICLE FOUR

The holder of all of the shares outstanding and entitled to vote on said amendment has signed a consent in writing pursuant to Article 9.10 adopting said amendment and any written notice required by Article 9.10 has been given.

ARTICLE FIVE

This amendment does not necessitate an exchange, reclassification or cancellation of issued shares.

ARTICLE SIX

This amendment does not effect a change in stated capital.

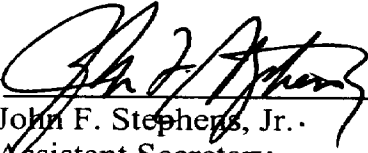
ARTICLE SEVEN

The name of the registered agent as PRESENTLY shown in the records of the Texas Secretary of State is Texas Utilities Services Inc. (Office of the Corporate Secretary). The name of the NEW registered agent is TXU Business Services Company (Office of the Corporate Secretary). The address of the registered office will remain the same. This change of registered agent was authorized by the Board of Directors of the Corporation.

ARTICLE EIGHT

This amendment shall be effective as of June 14, 1999.

LUFKIN-CONROE COMMUNICATIONS
COMPANY

By: 
John F. Stephens, Jr.
Assistant Secretary