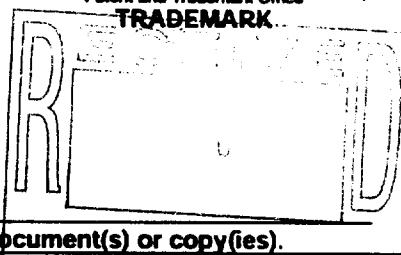


07-20-1999



101093299



7/16/99

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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party (FORMER NAME)

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 (NEW NAME)

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

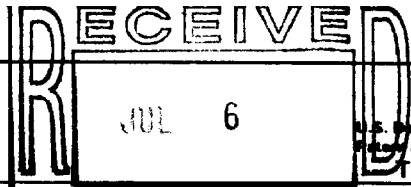
If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

07/20/1999 DNGUYEN 00000114 75322556

FOR OFFICE USE ONLY

01 FC:481

40.00 OP



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)

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.

SCOT A. DUVALL
Name of Person Signing

Scott Duvall
Signature

7-16-99
Date Signed

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
UNIDIAL INCORPORATED

RECEIVED & FILED
98 MAR -3 PM 3:38

SECRETARY OF STATE
BY: *[Signature]*

- 1. The name of the corporation is UniDial Incorporated (the "Corporation").
- 2. Article I of the Corporation's Articles of Incorporation is amended so that as amended (the "Amendment") it shall read in its entirety as follows:

The name of the corporation shall be UniDial Communications, Inc.

- 3. The Amendment does not provide for an exchange, reclassification or cancellation of issued shares of the Corporation.

4. These Articles of Amendment were adopted by the Board of Directors of the Corporation by unanimous written consent on March 2, 1998. The Corporation has 880 shares of common stock that are issued, outstanding and entitled to vote on the Amendment. The Corporation also has 9.1 shares of Series A Convertible Preferred Stock and 60 shares of Series B Convertible Preferred Stock issued and outstanding that are not entitled to vote on the Amendment. The Amendment set forth above was adopted by a written consent dated March 2, 1998, executed by shareholders representing at least 80% of the outstanding shares of common stock of the Corporation, as provided for in Article VIII of the Corporation's Articles of Incorporation.

UNIDIAL INCORPORATED

By

[Signature: R. Andrew McKay]
COO

Title:

Chief Operating Officer

JEFF CO. KY

MAR 21 1998

[Handwritten initials]