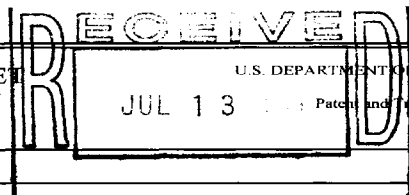


07-22-1999

FORM COVER SHEET  
BOOKS ONLY



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

1-31-92



101097969

To the Honorable Commissioner of Patents...

or copy thereof.

1. Name of conveying party(ies): Consolidated Network Inc.

- Individual(s)
- General Partnership
- Corporation - Illinois
- Other
- Association
- Limited Partnership
- Change of Name

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

3. Nature of conveyance:

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

Effective Date: May 1, 1996

2. Name and address of receiving party(ies):  
Name: Consolidated Communications Telecom Services Inc.

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

Street Address: 121 South Seventeenth Street

City: Mattoon State: Illinois Zip: 61938

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation Illinois
- 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)

B. Trademark registration No.(s)

1,813,147

Additional numbers attached?  Yes  No

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

Name: Lynn E. Rzonca

Internal Address: Schiff Hardin & Waite

Street Address: 6600 Sears Tower

233 S. Wacker Drive

City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40.00

- Enclosed VOE
- Authorized to be charged to deposit account

8. Deposit account number:

19-0409

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

DO NOT USE THIS SPACE

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.*

Lynn E. Rzonca  
Name of Person Signing

July 13, 1999  
Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

07/21/1999 DNGUYEN 00000331 1813147

Do not detach this portion

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40.00 OP

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

**Assistant Commissioner for Trademarks**  
2900 Crystal Drive  
Arlington, VA 22202-3513

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

**State of Illinois**  
Office of  
**The Secretary of State**

**Whereas,**

**ARTICLES OF MERGER OF  
CONSOLIDATED NETWORK INC.**

**INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.**

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 1<sup>ST</sup> day of MAY A.D. 19 96 and of the Independence of the United States the two hundred and 20<sup>TH</sup>.



*George H. Ryan*

Secretary of State

(Rev. Jan. 1995)

File # 5383-075

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62758  
Telephone (217) 782-6961

**SUBMIT IN DUPLICATE**

**FILED**

This space for use by  
Secretary of State

MAY 1 1996

Date 5/1/96

**DO NOT SEND CASH!**  
Remit payment in check or money  
order, payable to "Secretary of State."  
Filing Fee is \$100, but if merger or  
consolidation of more than 2 corpo-  
rations, \$50 for each additional cor-  
poration.

Filing Fee \$ 200.

GEORGE H. RYAN  
SECRETARY OF STATE

Approved: 

1. Names of the corporations proposing to ~~merge~~ <sup>merge</sup> ~~consolidate~~ <sup>consolidate</sup> and the state or country of their incorporation:

Name of Corporation	State or Country Of Incorporation	Corporation File No.
<u>Consolidated Network Inc.</u>	<u>Illinois</u>	<u>5383-075-7</u>
<u>Midwest Fibernet Inc.</u>	<u>Illinois</u>	<u>5390-398-3</u>
<u>Central Communications Company</u>	<u>Illinois</u>	<u>4466-775-4</u>
<u>Consolidated Communications Telecom Services Inc.</u>	<u>Illinois</u>	<u>5858-697-3</u>

2. The laws of the state or country under which each corporation is incorporated permit such merger, consolidation exchange.

3. (a) Name of the ~~surviving~~ <sup>surviving</sup> ~~new~~ corporation: Consolidated Network Inc.

(b) it shall be governed by the laws of: Illinois

4. Plan of ~~merger~~ <sup>merger</sup> ~~consolidation~~ <sup>consolidation</sup> is as follows: See Exhibit A attached hereto

If not sufficient space to cover this point, add one or more sheets of this size.

**EXPEDITED**

MAY 1 1996

SECRETARY OF STAT

**PLAN OF MERGER**

1. Effective as of the date on which a Certificate of Merger is issued by the Secretary of State of the State of Illinois (the "Illinois Secretary of State") following the filing of Articles of Merger with the Illinois Secretary of State (the "Effective Date"), each of:

- (a) Midwest Fibernet Inc., an Illinois corporation ("MFI") and a wholly-owned subsidiary of Consolidated Network Inc., an Illinois corporation ("CNI");
- (b) Central Communications Company, an Illinois corporation ("CCC") and a wholly-owned subsidiary of Consolidated Communications Inc., an Illinois corporation ("CCI"); and
- (c) Consolidated Communications Telecom Services Inc., an Illinois corporation ("CCTS") and a wholly-owned subsidiary of CCI,

shall each be merged with and into CNI, which is a wholly-owned subsidiary of CCI. CNI shall be the surviving corporation under the name of Consolidated Communications Telecom Services Inc., and the separate existence of each of MFI, CCC and CCTS shall cease, in accordance with the provisions of the Illinois Business Corporation Act of 1983, as amended.

2. The issued shares of MFI, CCC and CCTS shall not be converted in any manner, and each such share which is issued and outstanding as of the Effective Date shall be surrendered and canceled.

3. The issued shares of CNI shall not be converted in any manner, and each such share which is issued and outstanding as of the Effective Date shall remain issued and outstanding following the Effective Date and shall be unchanged by the merger.

4. The Articles of Incorporation and By-laws of CNI as in effect on the Effective Date shall constitute the Articles of Incorporation and By-laws of the surviving corporation, with the following change:

ARTICLE ONE of the Articles of Incorporation of CNI is hereby amended to read as follows:

**The name of the corporation is Consolidated Communications Telecom Services Inc.**

5. The persons who are the directors and officers of CNI immediately prior to the merger shall be the directors and officers of the surviving corporation and shall hold office as provided in the Articles of Incorporation and By-laws of the surviving corporation.

6. This Plan of Merger may be terminated and the merger provided for herein may be abandoned upon the written agreement of the parties at any time prior to the filing of Articles of Merger with the Illinois Secretary of State.

5. ~~Plan of consolidation~~ <sup>merger</sup> was approved, as to each corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

(The following items are not applicable to mergers under §11.30 — 90% owned subsidiary provisions, Article 7.)

(Only "X" one box for each corporation)

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.	(§ 11.20)	By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.220)	By written consent of ALL the shareholders entitled to vote on the action in accordance § 7.10 & § 11
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<u>Name of Corporation</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<u>Consolidated Network Inc.</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<u>Midwest Fibernet Inc.</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<u>Central Communications Company</u> <u>Consolidated Communications</u> <u>Telecom Services Inc.</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. (Not applicable if surviving, new or acquiring corporation is an Illinois corporation) N/A

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

7. (Complete this item if reporting a merger under § 11-30—90% owned subsidiary provisions.)

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

b. (Not applicable to 100% owned subsidiaries)  
 The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was \_\_\_\_\_, 19 \_\_\_\_.

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received?  Yes  No

(If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated May 1, 19 96  
 attested by *S. L. Grissom*  
 (Signature of Secretary or Assistant Secretary)  
S. L. Grissom, Secretary  
 (Type or Print Name and Title)

Consolidated Network Inc.  
 (Exact Name of Corporation)  
 by *J. L. Patrick*  
 (Signature of President or Vice President)  
J. L. Patrick, Vice President  
 (Type or Print Name and Title)

Dated May 1, 19 96  
 attested by *S. L. Grissom*  
 (Signature of Secretary or Assistant Secretary)  
S. L. Grissom, Secretary  
 (Type or Print Name and Title)

Midwest Fibernet Inc.  
 (Exact Name of Corporation)  
 by *J. L. Patrick*  
 (Signature of President or Vice President)  
J. L. Patrick, Vice President  
 (Type or Print Name and Title)

Dated May 1, 19 96  
 attested by *S. L. Grissom*  
 (Signature of Secretary or Assistant Secretary)  
S. L. Grissom, Secretary  
 (Type or Print Name and Title)

Central Communications Company  
 (Exact Name of Corporation)  
 by *J. L. Patrick*  
 (Signature of President or Vice President)  
J. L. Patrick, Vice President  
 (Type or Print Name and Title)

Dated May 1, 19 96  
 attested by *S. L. Grissom*  
 (Signature of Secretary or Assistant Secretary)  
S. L. Grissom, Secretary  
 (Type or Print Name and Title)

Consolidated Communications Telecom Services Inc.  
 (Exact Name of Corporation)  
 by *J. L. Patrick*  
 (Signature of President or Vice President)  
J. L. Patrick, Vice President  
 (Type or Print Name and Title)