

11/3/99
Commissioner of Patents and Trademarks


101200140

R SHEET
LY
Original document.

1. Name of conveying party(ies):
National Cable Communications LP
- Individual(s)
 - Association
 - General Partnership
 - Limited Partnership
 - Corporation-State
 - Other _____

2. Name and address of receiving party(ies):
National Cable Communications LLC
114 West 47th Street
New York, NY 10036
- Individual(s) Citizenship _____
 - Association _____
 - General Partnership _____
 - Limited Partnership _____
 - Corporation-State _____
 - Other Limited Liability Company

Additional name(s) attached? Yes No

3. Nature of conveyance:
- Assignment
 - Merger
 - Security Agreement
 - Change of Name
 - Other: Certificate of Conversion

If the assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No


Additional names/addresses attached? Yes No

Execution Date: **September 21, 1998**

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s):
75/375,826

B. Trademark No.(s):
1,757,858
1,540,773


11-03-1999
U.S. Patent & TMO/c/TM Mail Rcpt Dt. #64

Additional numbers attached? Yes No

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

Cynthia E. Johnson
Fish & Richardson P.C.
225 Franklin Street
Boston, MA 02110-2804

6. Total number of applications and registrations involved: **3**

7. Total fee (37 CFR 3.41): **\$90 E**
- Enclosed
 - Authorized to charge deposit account

8. Deposit account number: **06-1050**
- If the fee above is being charged to deposit account, a duplicate copy of this cover sheet is attached. Please apply any additional charges, or any credits, to our Deposit Account No. 06-1050.

DO NOT USE THIS SPACE

11/12/1999 DMGUYEN 00000317 75375826
01 FC:481 40.00 OP
02 FC:482 50.00 OP

"EXPRESS MAIL" Mailing Label Number EL 224670460US

Date of Deposit NOVEMBER 3, 1999
I hereby certify under 37 CFR 1.10 that this correspondence is being deposited with the United States Postal Service as "Express Mail Post Office To Addressee" with sufficient postage on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513.

Kevin Donnelly
Kevin Donnelly

TRADEMARK
REEL: 001987 FRAME: 0779

9. Statement and signature: *To the best of my knowledge and belief, the foregoing information is true and correct and the attached is the original document.*

Cynthia E. Johnson

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: **4**

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED PARTNERSHIP TO A DELAWARE LIMITED LIABILITY COMPANY OF "NATIONAL CABLE COMMUNICATIONS, L.P.", CHANGING ITS NAME FROM "NATIONAL CABLE COMMUNICATIONS, L.P." TO "NATIONAL CABLE COMMUNICATIONS LLC" FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 1998, AT 9:01 O'CLOCK A.M.



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

Edward J. Freel, Secretary of State

2472966 8100V

991418778

AUTHENTICATION: 0013828

DATE: 10-07-99

TRADEMARK
REEL: 001987 FRAME: 0781

**CERTIFICATE OF CONVERSION
OF
NATIONAL CABLE COMMUNICATIONS, L.P.
INTO
NATIONAL CABLE COMMUNICATIONS LLC**

Pursuant to Section 214(c) of the Delaware Limited Liability Company Act, the undersigned has executed the following Certificate of Conversion and does hereby certify as follows:

FIRST: National Cable Communications, L.P. was formed as a Delaware limited partnership on January 19, 1995.

SECOND: National Cable Communications, L.P. is the name of the converting entity prior to the filing of this Certificate.

THIRD: The name of the limited liability company as set forth in its Certificate of Formation is National Cable Communications LLC.

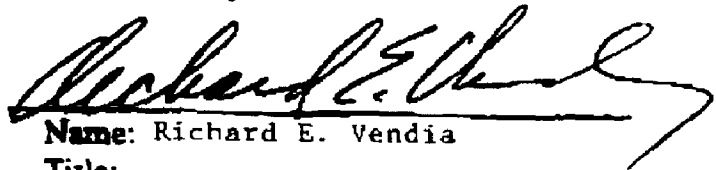
FOURTH: The conversion to a limited liability company is to be effective upon the date of filing.

IN WITNESS WHEREOF, the surviving limited liability company has caused this Certificate to be executed by a duly authorized agent thereof on this 21st day of September, 1998.

NATIONAL CABLE COMMUNICATIONS LLC

By: Katz Cable Corporation

By:



Name: Richard E. Vendia

Title: Authorized Person

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:01 AM 09/23/1998
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