

N FORM COVER SHEET
EMARKS ONLY

MRO
11-12-99



101207657

emarks. Please record the attached original documents or copy thereof

1. Name of conveying party(ies)
GTE Mobile Communications Service Corporation
245 Perimeter Center Parkway
Atlanta, Georgia 30346

Individuals - Association
 General Partnership Limited Partnership
 Corporation-State - Delaware

Other _____

Additional names of conveying party(ies) attached? Yes No

3. Nature of conveyance
 Assignment Merger
 Security Agreement Change of Name

Other _____

Execution Date: January 1, 1999

2. Name and address of receiving party(ies)
Name: GTE Wireless Service Corporation
Internal Address: _____
Street Address: One GTE Place
City: Alpharetta State: Georgia ZIP: 30004-8511

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

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

(Designation 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)		
75-590,206	75-590,208	75/200,059	75/465,649	75/501,833	1,863,539	1,905,143	2,246,314
75-214,543	75-226,297	75/465,963	75/589,910	75/225,950	1,875,579	1,927,503	
75-466,002	75-589,911	75/225,959	75/362,560	75/466,024	1,876,924	2,003,554	
75-589,919	75-192,3-8	75/438,057	75/493,142	75/589,929	1,966,110	1,986,339	
					1,920,221	2,120,231	

Additional numbers attached? Yes No

6. Total number of applications and registrations involved: 31

7. Total fee (37 CFR 3.41): \$ 790.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 07-2351
(Attach duplicate copy of this page if paying by deposit account)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Janis M. Manning
Internal Address: GTE Service Corporation
Street Address: 600 Hidden Ridge, HOE 03G12
City: Irving State: Texas ZIP: 75038

8. Deposit account number: 07-2351
(Attach duplicate copy of this page if paying by deposit account)

11/22/1999 DNGUYEN 00000263 072351 75590206

DO NOT USE THIS SPACE

01 F01481 40.00 CH
02 F01482 750.00 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

Janis M. Manning, Esq November 12, 1999
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

Do not detach this portion
Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

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, PK2-101 0C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

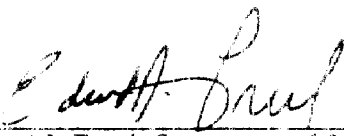
State of Delaware
Office of the Secretary of State

PAGE 1

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 MERGER, WHICH MERGES:

"GTE WIRELESS SERVICE CORP.", A DELAWARE CORPORATION,
WITH AND INTO "GTE MOBILE COMMUNICATIONS SERVICE CORPORATION" UNDER THE NAME OF "GTE WIRELESS SERVICE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1998, AT 12:02 O'CLOCK P.M.




Edward J. Freel, Secretary of State

2195796 8100M

991049323

AUTHENTICATION: 9564760

DATE: 02-08-99

TRADEMARK
REEL: 001991 FRAME: 0927

CERTIFICATE OF MERGER
OF
GTE WIRELESS SERVICE CORP.
INTO
GTE MOBILE COMMUNICATIONS SERVICE CORPORATION

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware

DOES HEREBY CERTIFY

FIRST That the name and state of incorporation of each of the constituent corporations of the merger is as follows

NAME	STATE OF INCORPORATION
GTE Wireless Service Corp.	Delaware
GTE Mobile Communications Service Corporation	Delaware

SECOND: That an agreement of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirement of Section 251 of the General Corporation Law of Delaware

THIRD: The name of the surviving corporation of the merger, GTE Mobile Communications Service Corporation, is being changed to GTE Wireless Service Corporation.

FOURTH: That the Amendment or change in the Certificate of Incorporation of GTE Mobile Communications Service Corporation, the surviving corporation to be affected by the merger, is as follows:

The Certificate of Incorporation of GTE Mobile Communications Service Corporation is amended by changing Article 1 thereof so that, as amended, said Article 1 shall be and read in its entirety as follows:

"1. The name of the corporation hereby is changed to GTE Wireless Service Corporation."

FIFTH: That the executed Agreement of Merger is on file at the principal place of business of the surviving corporation, the address of which is 245 Perimeter Center Parkway, Atlanta, Georgia 30346.

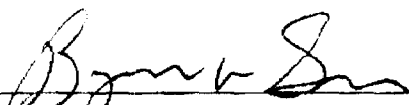
SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That this Certificate of Merger shall be effective as of 12:10 a.m. Eastern Time, January 1,

1999


Dated: December 22, 1998

GTE MOBILE COMMUNICATIONS SERVICE CORPORATION

By: 

Title: Vice President - Sales

ATTEST:

By: 

Title: Assistant Secretary