

03-06-2000



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COVER SHEET  
FILE

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner

One attached original documents or copy thereof.

1. Name of conveying party(ies):

GlobalCenter, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: February 27, 1998

2. Name and address of receiving party(ies)

Name: Frontier GlobalCenter Inc.

Internal Address:

Street Address: 141 Caspian Court

City: Sunnyvale State: CA ZIP: 94089

- 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

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached?  Yes  No

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

A. Trademark Application No.(s)

75/424,126  
75/423,849

B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Jeffrey C. Parnell

Internal Address:

Street Address: 180 S. Clinton Ave.

City: Rochester State: NY ZIP: 14646

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

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DO NOT USE THIS SPACE

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01 FC:482 25.00 DP

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.

Jeffrey C. Parnell  
Name of Person Signing

*Jeffrey C. Parnell*  
Signature

1/4/00  
Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

State of Delaware  
Office of the Secretary of State PAGE 1

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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:

"FRONTIER SUBSIDIARY 98-1 INC.", A DELAWARE CORPORATION, WITH AND INTO "GLOBALCENTER, INC." UNDER THE NAME OF "FRONTIER GLOBALCENTER INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF FEBRUARY, A.D. 1998, AT 5 O'CLOCK P.M.



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

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9018893

DATE: 04-08-98

TRADEMARK  
REEL: 002029 FRAME: 0806

CERTIFICATE OF MERGER  
OF  
FRONTIER SUBSIDIARY 98-1 INC  
INTO  
GLOBALCENTER, INC.

Pursuant to Section 251 of the General  
Corporation Law of the State of Delaware

GlobalCenter, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware ("GlobalCenter"), does hereby certify the following information relating to the merger (the "Merger") of Frontier Subsidiary 98-1 Inc. ("Frontier Subsidiary") with and into GlobalCenter, which shall be the surviving corporation:

FIRST: That the name and state of incorporation of each of the constituent corporations of the Merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
GlobalCenter, Inc.	Delaware
Frontier Subsidiary 98-1 Inc.	Delaware

SECOND: That an Agreement and Plan of Merger dated as of January 14, 1998 (the "Merger Agreement"), has been entered into among Frontier Corporation, Frontier Subsidiary and GlobalCenter, and that the Merger Agreement has been approved, adopted, certified, executed and acknowledged by each of GlobalCenter and Frontier Subsidiary in accordance with Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the Merger is GlobalCenter, Inc. (the name of which is changed to "Frontier GlobalCenter Inc. pursuant to Article FOURTH hereof).

FOURTH: That, pursuant to the provisions of the Merger Agreement, upon the Merger the Certificate of Incorporation of GlobalCenter, the surviving corporation, shall be

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No. 3362

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amended and restated in its entirety to read as the Amended and Restated Certificate of Incorporation attached hereto as Exhibit A and made a part hereof.

FIFTH: That the executed Merger Agreement is on file at an office of the surviving corporation. The address of such office of the surviving corporation is 1154 E. Arques Avenue, Sunnyvale, California 94068.

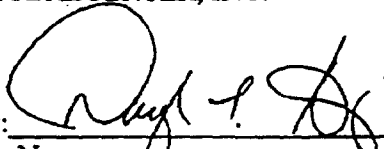
SIXTH: That a copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of either constituent corporation.

SEVENTH: That this Certificate of Merger shall become effective upon its filing with the Secretary of State of the State of Delaware.

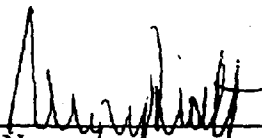
IN WITNESS WHEREOF, GlobalCenter, Inc. has caused this Certificate

of Merger to be executed by Douglas T. Hickey, its President, and attested by Wayne A. Pratt, its Secretary, this 27th day of February, 1998.

GLOBALCENTER, INC.

By:   
Name: Douglas T. Hickey  
Title: President and Chief Executive Officer

ATTEST:

By:   
Name: Wayne A. Pratt  
Title: Senior Vice President, Finance and Administration and Chief Financial Officer and Secretary

AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION

OF

GLOBALCENTER, INC.

(Originally incorporated as Primenet Services for the Internet, Inc.  
on October 10, 1995)

FIRST: The name of the corporation (hereinafter called the "corporation") is  
Frontier GlobalCenter Inc.

SECOND: The address, including street, number, city, and county, of the  
registered office of the corporation in the State of Delaware is 1013 Centre Road, City of  
Wilmington 19805, County of New Castle; and the name of the registered agent of the  
corporation in the State of Delaware at such address is Corporation Service Company.

THIRD: The nature of the business and the purposes to be conducted are  
business operations relating to Internet service and products and related computer services,  
and to conduct any other lawful business, to promote any lawful purpose, and to engage in  
any lawful act or activity for which corporations may be organized under the General  
Corporation Law of the State of Delaware.

FOURTH: The total number of shares of stock which the corporation shall  
have authority to issue is 1,000. The par value of each of such shares is \$.01 dollars. All  
such shares are of one class and are shares of Common Stock.

FIFTH: The corporation is to have perpetual existence.

SIXTH: For the management of the business and for the conduct of the affairs  
of the corporation, and in further definition, limitation, and regulation of the powers of the  
corporation and of its directors and of its stockholders or any class thereof, as the case may  
be, it is further provided:

1. The management of the business and the conduct of the affairs  
of the corporation shall be vested in its Board of Directors. The number of directors  
which shall constitute the whole Board of Directors shall be fixed by, or in the manner  
provided in, the Bylaws. The phrase "whole Board" and the phrase "total number of  
directors" shall be deemed to have the same meaning, to wit, the total number of  
directors which the corporation would have if there were no vacancies. No election of  
directors need be by written ballot.

2. After the original or other Bylaws of the corporation have been adopted, amended, or repealed, as the case may be, in accordance with the provisions of § 109 of the General Corporation Law of the State of Delaware, and, after the corporation has received any payment for any of its stock, the power to adopt, amend, or repeal the Bylaws of the corporation may be exercised by the Board of Directors of the corporation; provided, however, that any provision for the classification of directors of the corporation for staggered terms pursuant to the provisions of subsection (d) of § 141 of the General Corporation Law of the State of Delaware shall be set forth in an initial Bylaw or in a Bylaw adopted by the stockholders entitled to vote of the corporation unless provisions for such classification shall be set forth in this certificate of incorporation.

3. Whenever the corporation shall be authorized to issue only one class of stock, each outstanding share shall entitle the holder thereof to notice of, and the right to vote at, any meeting of stockholders. Whenever the corporation shall be authorized to issue more than one class of stock, no outstanding share of any class of stock which is denied voting power under the provisions of the certificate of incorporation shall entitle the holder thereof to the right to vote at any meeting of stockholders except as the provisions of paragraph (2) of subsection (b) of § 242 & 245 of the General Corporation Law of the State of Delaware shall otherwise require; provided, that no share of any such class which is otherwise denied voting power shall entitle the holder thereof to vote upon the increase or decrease in the number of authorized shares of said class.

**SEVENTH:** The personal liability of the directors of the corporation is hereby eliminated to the fullest extent permitted by the provisions of paragraph (7) of subsection (b) of § 102 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented.

**EIGHTH:** The corporation shall, to the fullest extent permitted by the provisions of § 145 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

**NINTH:** From time to time any of the provisions of this certificate of incorporation may be amended, altered, or repealed, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the

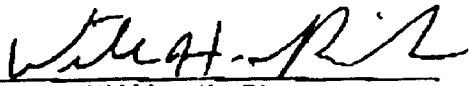
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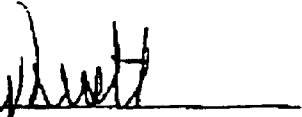
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the corporation by this certificate of incorporation are granted subject to the  
is Article NINTH.

IN WITNESS WHEREOF, GlobalCenter, Inc. has caused this Restated  
to be executed by William H. Rinehart, its  
President, and attested by Wayne A. Pratt, its  
Secretary, this 27th day of February, 1998.

GLOBALCENTER, INC.

By:   
Name: William H. Rinehart  
Title: Senior Vice President

  
Wayne A. Pratt  
Secretary

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