

09-25-2000

9.5.00

38

FORM PTO-1594
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101469698

Tab settings 000

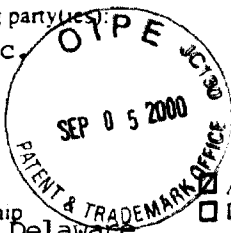
To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Coaxicom, Inc.

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

Association
 Limited Partnership

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



2. Name and address of receiving party(ies):
Broadview Networks Holdings, Inc.
Name: _____

Internal Address: _____

Street Address: 50 Maiden Lane
 City New York State NY ZIP 10038

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Certificate of Amendment

Execution Date: October 5, 1999

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

A. Trademark Application No.(s) 75/785,828

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: Peter D. Murray, Esq.

Internal Address: Cooper & Dunham LLP

Street Address: 1185 Avenue of the Americas

City: New York State: NY ZIP 10036

6. Total number of applications and registrations involved: 1

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

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 03-3125
 (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.

Peter D. Murray 8-29-00
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet:

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

Do not detach this portion

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

09/25/2000
01 FC:481

JJALLAH2 00000342 75785828

40.00 DP

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, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

DOCT-25-1999 04:01

212 500 2789 7.03/20



CERTIFICATE OF AMENDMENT
TO
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
COAXICOM, INC.

(PURSUANT TO SECTION 242)

The undersigned, Vern M. Kennedy, being the President of COAXICOM, INC., a Delaware corporation (the "Corporation"), hereby certifies:

1. The name of the Corporation is Coaxicom, Inc. The Corporation's Certificate of Incorporation was originally filed with the Secretary of State of the State of Delaware on November 19, 1996, and was amended and restated as of September 10, 1998 and April 23, 1999, respectively (the "Amended and Restated Certificate of Incorporation").

2. The Amended and Restated Certificate of Incorporation is hereby amended by deleting ARTICLE ONE in its entirety and replacing it with the following:

ARTICLE ONE

The name of the Corporation is Broadview Networks Holdings, Inc. (the "Corporation").

3. The Amended and Restated Certificate of Incorporation is hereby further amended by deleting the words and symbols "Two Million Nine Hundred Thousand (2,900,000)" and substituting "Four Million One Hundred Thousand (4,100,000)" in their place where they appear in paragraph 5.3.10 of Section (C) and paragraph 5.7 of Section (D) of ARTICLE FOUR.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment as of October 5, 1999.

COAXICOM, INC.

By: /s/ Vern M. Kennedy
Name: Vern M. Kennedy
Title: President

14221746
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT 10/05/1999
2685893