Form PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)	R 12-08-2		HEET	U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office
Tab settings				
To the Honorable Commissioner	<u> </u>	229	tached original	documents or copy thereof.
Name of conveying party: RCN Telecom Holding Company	MU)	105 Carnegie	n Services, Inc.	
☐ Individual(s) ☐	Association	Individual	s) citizenship) ARRINA HABIA HALII DOMA MAKA MAKA MAKA ARINI ARINI 1844 1948
☐ General Partnership ☐	Limited Partnership	Association	-) 160 HA HINNE HINNE BOILD ABHIN LIGHE BOILE GOALL BOIL 1801
		General Pa		11-09-2000
☐ Other		Limited Pa	-	U.S. Patent & TMOfc/TM Mail Ropt Dt. #0"
Additional name(s) of conveying party(ies)	attached? □ Yes ☒ No		n - Pennsylvar	ia .
2. Natura of Company		.	_	ua
3. Nature of Conveyance:	Merger Merger			
Assignment Security Agreement	Change of Name			United States, a domestic
Other	Charige of Nami	representative des	=	
Execution Date: September 30, 2000		(Designations mu Additional name(_	attached?
		Additional name	s) & address(es)	attached: 1 1es 110
4. Application number(s) or patent num	nber(s) listed below			
A. Trademark Application No.(s)		B. Traden	nark Registration	No.(s)
See Schedule A			hedule A	
	Additional numbers attache	T		
Name and address of party to whom concerning document should be mad		6. Total number	r of applications	and registrations involved: <u>26</u>
Name: GLENN A. GUNDERSEN		7. Total fee (37	CFR 3.41)	\$ <u>625.00</u>
DECHERT		☐ Enclose	ed	
4000 BELL ATLANTIC TOWER			-	ed to deposit account
1717 ARCH STREET		(Inclu	ding any underp	ayment)
PHILADELPHIA, PA. 19103-27	93	8. Deposit acco	unt number: 04-	0475
TEL. NO. (215) 994-2183		(Attach duplicate o	copy of this page if	paying by deposit account)
	DO NOT US	SE THIS SPACE		
 Statement and signature. To the best of my knowledge and be original document. 	elief, the foregoing information	on is true and corre	ct and any attach	ned copy is a true copy of th∈
Glenn A. Gundersen	The	1/2	<u> </u>	November 9, 2000
Name of Person Signing	C./ Sigi	nature		Date
Total num	nber of pages including cove	r sheet, attachment	s, and documen	t: 10

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments

Washington, D.C. 20231

SCHEDULE A

RCN Telecom Services, Inc.

U.S. Trademark Registrations:

<u>Mark</u>	Registration No.	Registration Date
STARPASS	2.122.780	December 23, 1997
STARVOICE	2,122,876	December 23, 1997
STARPASS and Design	2,148,917	April 7, 1998
YOUR PHONE. YOUR VIDEO. YOUR NETWORK.	2,196.192	October 13, 1998
STARVIEW	2,207,880	December 8, 1998
Design Only	2,230,674	March 9, 1999
EXPERIENCE THE SPEED	2,328,138	March 14, 2000
RCN and Design	2,360,973	June 27, 2000
STOP COASTING IT'S TIME TO ACCELERATE	2,368,502	July 18, 2000
RCN THE LIVE WIRE OF COMMUNICATIONS, and Design	2,389,379	September 26, 2000

Page 2 of 2

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Ity Number 947	213	filed with the Depa	w fry	geografi
		Secreto	ly of the Com	monwealth
A	RTICLES OF MERGER-DOM	ESTIC BUSINESS COR	RPORATION	J)
in compliance with the relations desiring	quirements of 15 Pa.C.S. § 1926 (re to effect a merger, hereby state	ecting to orticles of merge mat:	er or consolide	nion), the undersign
Th e name of the corporatio	in surviving the merger is: RCN Te	lecom Services. Inc.		
Commonwealth o: (a) Department is hereby (on is a domestic business corpora entrepen lois commercial registered privection are toernos or sexionitus	d office provider and the o	county of venu	e is (the
Number and Street	s, PA 18612 Luzeruc Corary et City	State	Zip	County
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(b) c/o:	mmercial Registered Office Provide	ie.		County
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4. (Check and if appropriate complete, one o	of the following):			
The plan of mergershall be effective up	Don Ming these Afficles of Mi	erger in the De	to ineminac	State.
The plan of merger shot be effective or	n September 30, 2000		at	
	Date			Hour
i. The manner in which the plan of merger wa	is adopted by each domest	tc corporation	is as follows:	
Name of Corporation	Monner of A	doption		
RCN Telecom Services, Inc.	Adopted by boar	d of directors, p	ursuant to 15]	Pa.C.S. 1424(b)(3)
RCN Long Distance Company, RCN Telecom	Halding Company.	Adopted by	board of direc	rors of parent corporation
RCN Cable Systems, Inc., RCN Services Inc.,	C-TEC Financial Services, in	۵.	DMena	at to 15Pa.C.S.1924(b)(3)
the plan in accordance with the laws of the 7. (Check, and if appropriate complete, one of The plan of merger is set forth in full in Expression of the plan of merger that amend or constitute effect subsequent to the effective date.	of the following): xhibit A attached hereto an o omission of certain provision te the operative Articles of its of the plan are set forth in	c made a part ons from filed p reproporation o fut in Exhibit A	ians) the profite the surviving ottached he	g corporation as in reto and made a part
hereat. The full text of the plan of marg address of which is: 105 Camegic Caster, Princeton, NJ 08340, h		COSE OF DURING	es of the sun	wing corpormon, the
Number and Sweet	City	Stcie	Ziρ	County
IN TESTIMONY WHEREOF, the uncersigned of Merger to be signed by a duly authorized office	RCN BY;	day of Septem Services Inc.	ome of Corpo	pration)
			Inc.	

PARES - IN HAP CT SHOPE ON IM

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RCN Telecom Services, Inc.
(Name of Corporation)
BY:
() (BigIndivis)
TILE: James J. Saile, Vice President
THE VALUE OF THE PROPERTY.
RCN Long Distance Company
[Name of Corporation)
BY: (Signature)
TILE: James J. Saile, Vice President
BANIS L. CT IV C
RCN Telescen Holding Company
(Name of Corporation)
BY: C I daile
BY: (Signature)
IIILE: James J. Saile, Vice President
C-TEC Financial Services, Inc.
(Nome of Corporation)
BY: (Signarure)
(Signature)
un s. James I Saile Vice President

Office of the Secretary of State

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:

"C-TEC FINANCIAL SEVICES, INC.", A NEVADA CORPORATION,
"RCN CABLE SYSTEMS, INC.", A DELAWARE CORPORATION,
"RCN LONG DISTANCE COMPANY", A PENNSYLVANIA CORPORATION,
"RCN SERVICES INC.", A PENNSYLVANIA CORPORATION,

WITE AND INTO RCN TELECOM SERVICES, INC. UNDER THE NAME OF RCN TELECOM SERVICES, INC. A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2000 AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2000.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS



Edward J. Freel, Secretary of State

3294223 8100M

001488335

AUTHENTICATION: 0702104

DATE: 09-27-00

CERTIFICATE OF MERGER

2

MERGING

RCN TELECOM HOLDING COMPANY

RCN CABLE SYSTEMS, INC. Delaware Corporations

C-TEC FINANCIAL SERVICES, INC A Nevada Corporation

RCN LONG DISTANCE COMPANY.

RCN SERVICES INC. Pennsylvania Corporations

INTO

RCN TELECOM SERVICES, INC. A Pennsylvania Corporation

THE UNDERSIGNED hereby executed the following Certificate of Merger merging RCN Telecom Holding Company, RCN Cable Systems, Inc., C-TEC Financial Services, Inc., RCN Long Distance Company and RCN Services Inc. into RCN Telecom Services, Inc., Inc. pursuant to Section 252 of the Delaware General Corporation Law.

DOES HEREBY CERTIFY:

FIRST:

That the name and state of incorporation of the corporations are as follows:

Name	State of Incorporation
RCN Telecom Services, Inc.	Pennsylvania
RCN Telecom Holding Company	Delaware
RCN Cable Systems, Inc.	Delaware
C-TEC Financial Services, Inc.	Nevada
RCN Long Distance Company	Pennsylvania
RCN Services Inc.	Pennsylvania

SECOND:

That an agreement and plan 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 requirements of Section 252 of the Delaware General Corporation Law.

THIRD:

That the name of the surviving corporation of the merger is RCN Telecom Services, Inc., a Pennsylvania corporation.

FOURTH:

That the Certificate of Incorporation of RCN Telecom Services, Inc., a Pennsylvania corporation which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH:

The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is c/o RCN Corporation, 105 Carnegie Center, Princeton, NJ 08540.

SIXTH:

That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any member or stockholder of the parties to the merger.

SEVENTH:

That RCN Telecom Services, Inc. survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent Delaware corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of Delaware, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept services of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is c/o John J. Jones, General Counsel, RCN Corporation, 105 Carnegie Center, Princeton, NJ 08540.

EIGHTH:

That this Certificate of Merger shall be effective on September 30, 2000.

Dated:

RCN Telecom Services, Inc.

James J. Saile, Wice President

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SCHEDULE A

RCN Telecom Services, Inc.

Pending U.S. Trademark Applications:

Mark	Serial No.	Filing Date
RCN STARADVANTAGE	75,078,628	March 26, 1996
RCN STARCINEMA	75/095,155	March 26, 1996
STARVOYAGER	75/130,987	July 12, 1996
STAREXPLORER	75/139,459	July 12, 1996
FIBERSPEED	75/336,917	August 6, 1997
MEGABAND	75/336,972	August 6, 1997
THE LIVE WIRE OF COMMUNICATIONS	75/432,947	February 12, 1998
STARMAN	75/460,874	April 2, 1998
RCNBANK	75/548,579	September 8, 1998
RCN.COM	75/648,649	February 23, 1999
RCN THE LIVE WIRE OF COMMUNICATIONS	75/654,561	March 8, 1999
RCN TRUE LOCAL NETWORK	75/663,944	March 19, 1999
RESILINK	75/724,607	June 9, 1999
A NEW CHOICE IN PHONE, CABLE & INTERNET SERVICE	75/843,158	November 8, 1999
A BETTER CHOICE IN INTERNEΓ SERVICE	75/844,567	November 9, 1999
RCN	76/105,858	August 9, 2000

Page 1 of 2

Assistant Commissioner for Trademarks November 9, 2000 Page 2

Certificate of Mailing by Express Mail

I hereby certify that this correspondence is being deposited with the United States Postal Service as Express Mail, Post Office to Addressee in an envelope addressed to: Assistant Commissioner for Trademarks, Box Assignments, 2900 Crystal Drive, Arlington, VA 22202-3513, on November 9, 2000

Glenn A. Gundersen

Person signing certificate

November 9, 2000

Date of signature

Cidatura

EK873530173US

Express Mail number

Attorney Ref. No. 280147

Deater

RECORDED: 11/09/2000