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12-28-2000



S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

12-13-2000

U.S. Patent & TMO/TM Mail Rpt Dt. #26

101565352

y Docket No. \_\_\_\_\_

To the As

id Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

12.13.00

Lawrence Andrew, Inc.

- Individuals(s)
- General Partnership
- Corporation-State Delaware
- Other \_\_\_\_\_
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: November 1, 2000

2. Name and address of receiving party(ies)

Name: Alloy LLC by change of name  
Cingular Wireless LLC

Internal Address: c/o The Corporation Trust Company

Street Address: Corporation Trust Center  
1209 Orange Street

City: Wilmington State: DE Zip: 19801

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State \_\_\_\_\_
- Other Delaware Limited Liability Company

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

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

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

A. Trademark Application No.(s)  
**See attached schedule**

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: William H. Brewster

Internal Address: Kilpatrick Stockton LLP

Street Address: 1100 Peachtree Street, Suite 2800

City: Atlanta State: GA Zip: 30309-4530

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41).....\$ 140.00

Enclosed

Authorized to be charged to deposit account

The Commissioner is authorized to charge any deficiency in the required fee or credit any over payment to Deposit Account No. 11-0860.

8. Deposit account number:

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.

Virginia S. Taylor

Name of Person Signing

Virginia S. Taylor  
Signature

7 December 2000  
Date

Total number of pages including cover sheet, attachments, and document: 5

**Merger of Lawrence Andrew, Inc. into  
Cingular Wireless LLC  
Schedule of Trademarks**

<b>Trademark Name</b>	<b>Application Number</b>
1. CINGULAR	78/024946
2. CINGULAR COMMUNICATIONS	78/024855
3. CINGULAR WIRELESS	78/024857
4. DIRECTPATH	78/026749
5. MISCELLANEOUS DESIGN	78/028527

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "CINGULAR WIRELESS LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE TWENTY-FOURTH DAY OF APRIL, A.D. 2000, AT 4 O'CLOCK P.M.

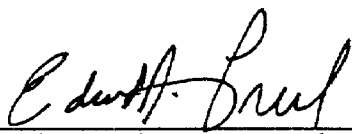
CERTIFICATE OF MERGER, CHANGING ITS NAME FROM "ALLOY LLC" TO "CINGULAR WIRELESS LLC", FILED THE FIRST DAY OF NOVEMBER, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY.

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\_\_\_\_\_  
Edward J. Freel, Secretary of State  
AUTHENTICATION: 0782926

DATE: 11-09-00

TRADEMARK  
REEL: 002202 FRAME: 0152

**CERTIFICATE OF FORMATION**

**OF**

**ALLOY LLC**

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This Certificate of Formation of Alloy LLC (the "LLC"), dated as of April 17, 2000, is being duly executed and filed by SBC Communications Inc., as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, *et seq.*).

FIRST: The name of the limited liability company formed hereby is "Alloy LLC".

SECOND: The address of the registered office of the LLC in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

THIRD: The name and address of the registered agent for service of process on the LLC in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

SBC COMMUNICATIONS INC.,  
as an authorized person



Name: James S. Kahn

Title: Senior Executive Vice President  
Corporate Development

**CERTIFICATE OF MERGER OF  
DOMESTIC CORPORATION INTO  
DOMESTIC LIMITED LIABILITY COMPANY**

Pursuant to Title 8, Section 264 (e) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Limited Liability Company Act, the undersigned limited liability company executed the following certificate of Merger.

1. The name of the surviving limited liability company is ALLOY LLC and the name of the corporation being merged into this surviving limited liability company is LAWRENCE ANDREW, INC.
2. The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging corporation.
3. The name of the surviving limited liability company is ALLOY LLC which is changing its name to CINGULAR WIRELESS LLC.
3. The merger is to become effective on November 1, 2000.
5. The Agreement of Merger is on file at 1100 Peachtree Street, Atlanta, GA 30309, the place of business of the surviving limited liability company.
4. A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of any constituent limited liability company or stockholder of any constituent corporation.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, the 1st day of November, 2000.

By:

Name: Isiquia R. Carbonell

Title: Senior Vice President and General Counsel