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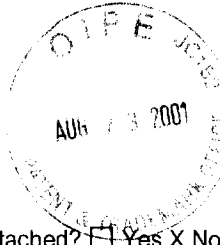
ached original documents or copy thereof.

To the Honorable Commissioner of Patents

101824416

1. Name(s) of conveying party(ies):
Delta Internet Services, Inc.

- Individual(s)
- Association
- Limited Partnership
- Corporation
- General Partnership
- Other:



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

3. Nature of conveyance:

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

Execution Date: June 13, 2001

2. Name(s) and address(es) of receiving party(ies):

Name: XO Communications, Inc.
Address: 11111 Sunset Hills Road
Reston, Virginia 20190

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

If assignee is not domiciled in the United States, a domestic representative 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 Number(s):

B. Trademark Registration Number(s):

2,096,687

Additional numbers attached? Yes No

40E

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

Name: Elizabeth M. Magnuson, Esq.

Address: FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41): \$40.00

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

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.

Elizabeth M. Magnuson

Name of person signing

Elizabeth Magnuson

Signature

8/23/01

Date

Total number of pages including cover sheet, attachments and documents: 6
184790_1

Attorney Docket: 08169.0130

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: XO Communications, Inc.
(formerly Delta Internet Services, Inc.)
Reg. Number: 2,096,687
Issue Date: September 16, 1997
Mark: DELTANET

8-22-01

ASSISTANT COMMISSIONER FOR TRADEMARKS
2900 Crystal Drive
Arlington, Virginia 22202-3513

ATTN: BOX POST REG NO FEE

POWER OF ATTORNEY

Registrant revokes all previous powers of attorney and appoints David M. Kelly and Elizabeth M. Magnuson, and each of the attorneys of Finnegan, Henderson, Farabow, Garrett & Dunner, L.L.P., all of 1300 I Street, N.W., Washington, D.C. 20005-3315, both jointly and separately as its attorneys with full power of substitution and revocation, to transact all business in the Patent and Trademark Office in connection with this registration, and to receive notices or process in proceedings affecting the registration.

All correspondence relating to the registration should be directed to Elizabeth M. Magnuson at the address identified above.

XO COMMUNICATIONS, INC.

By: *Gary D. Begeman*

Name: GARY D. BEGEMAN
Sr. Vice President, General Counsel

Title: _____

Date: 08-20-01

LAW OFFICES
FINNEGAN, HENDERSON,
FARABOW, GARRETT,
& DUNNER, L.L.P.
1300 I STREET, N. W.
WASHINGTON, DC 20005
202-408-4000

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TRADEMARK
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SECRETARY OF STATE

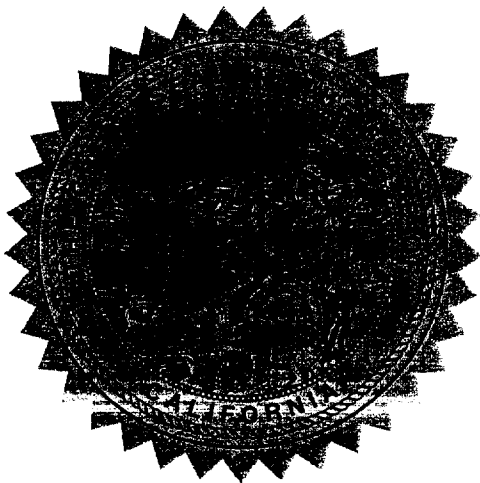
I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JUL 09 2001

Secretary of State



State of Delaware
Office of the Secretary of State

D0651582

PAGE 1 **ENDORSED - FILED**
in the office of the Secretary of State
of the State of California

JUL - 2 2001

BILL JONES, Secretary of State

I, HARRIET SMITH WINDSOR, 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:

"ANASERVE, INC.", A CALIFORNIA CORPORATION,
"DELTA INTERNET SERVICES, INC.", A CALIFORNIA CORPORATION,
"INTERNEX INFORMATION SERVICES, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "XO COMMUNICATIONS, INC." UNDER THE NAME OF "XO COMMUNICATIONS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF JUNE, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF JUNE, A.D. 2001, AT 5 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3153516 8100M

AUTHENTICATION: 1213189

010308099

DATE: 06-26-01

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CERTIFICATE OF MERGER

OF

**INTERNEX INFORMATION SERVICES, INC.,
DELTA INTERNET SERVICES, INC.,
and
ANASERVE, INC.
(California corporations)**

AND

**XO COMMUNICATIONS, INC.
(a Delaware corporation)**

The undersigned, Assistant Secretary of XO Communications, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: The name and the state of incorporation of each of the constituent corporations of the merger (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
XO Communications, Inc.	Delaware
Internex Information Services, Inc.	California
Delta Internet Services, Inc.	California
Anaserve, Inc.	California

SECOND: A Plan of Merger between the Constituent Corporations dated as of June 25, 2001, 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: The name of the surviving corporation in the merger is XO Communications, Inc.

FOURTH: The Certificate of Incorporation of XO Communications, Inc. shall constitute the Certificate of Incorporation of the surviving corporation in the merger.

FIFTH: The executed Plan of Merger is on file at the office of XO Communications, Inc., 11111 Sunset Hills Road, Reston, Virginia 20190. A copy of the Plan of Merger will be furnished by XO Communications, Inc., on request and without cost, to any stockholder of the Constituent Corporations.

The Merger shall be effective June 30, 2001, at 5:00pm.

IN WITNESS WHEREOF, XO Communications, Inc. has caused this Certificate of Merger to be signed by Richard A. Montfort, its Assistant Secretary, this ~~25~~ day of June, 2001.

XO COMMUNICATIONS, INC.
a Delaware corporation

By: *Richard A. Montfort*
Richard A. Montfort, Assistant Secretary

C:\My Documents\Rick's stuff\Subsidiary Reorganization\Certificate of Merger - DE - Anacrvs, Delta, Internex.doc
Portland



RECORDED: 08/23/2001

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