

04-01-2002

FORM PTO-1594

RECC



U.S. Department of Commerce
Patent and Trademark Office
Attorney Docket No. 07281.0312

3.26.02

102037863

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

1. Name(s) of conveying party(ies):
Nortel Networks Corporation

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



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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other: Correcting Ser. No. 75/533777 listed on change of name recorded at Reel 002125 Frame: 0117

Execution Date: May 1, 2000

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

Name: Nortel Networks Limited
Address: 2351 Boulevard Alfred-Nobel
St. Laurent, Quebec H4S 2A9
Canada

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

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

(Designation must be a separate document from Assignment)

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

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

A. Trademark Application Number(s):

75/553777

Additional numbers attached? Yes x No

B. Trademark Registration Number(s):

Yes x No

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

Name: Lisa Peller London

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: 1

7. Total fee (37 CFR 3.41): \$40

- 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.

Lisa Peller London

Name of person signing

Signature

March 26, 2002

Date

Total number of pages including cover sheet, attachments and documents: 15

03/29/2002 TDIAZ1 00000138 75553777

01 FC:481

40.00 DP

TRADEMARK
REEL: 002474 FRAME: 0024

09-08-2000

8-15-00



101452717

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

ER SHEET

LY

Attorney Docket No. 7281.0997

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

1. Name(s) of conveying party(ies):

NORTEL NETWORKS CORPORATION

- Individual(s)
- General Partnership
- Corporation

Other: _____

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

Name: NORTEL NETWORKS LIMITED

Address: World Trade Center of Montreal

380 St. Antoine Street West 8th Floor

Montreal, Quebec, Canada H2Y 3Y4

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation - Canada
- 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 Assignment)

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

Other: _____

Execution Date: May 1, 2000

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

A. Trademark Application No.(s)

See Attachment

B. Trademark Registration No.(s)

See Attachment

153106

Additional numbers attached? Yes No

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

Name: Lisa Peller London

Address: Finnegan, Henderson, Farabow,

Garrett & Dunner, L.L.P.

1300 I Street, N.W.

Washington, D.C. 20005-3315

6. Total number of applications and registrations involved: 149

7. Total fee (37 CFR 3.41): \$3,740.

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

8. Deposit account number:

06-0916

09/08/2000 JWB/BAZ 00000029 153106

01 FC:401
02 FC:402

10.00 EP
3700.00 EP

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.

Lisa Peller London
Name of Person Signing

Lisa Peller London
Signature

August 15, 2000
Date

Total number of pages including cover sheet, attachments, and document 15

TRADEMARK
REEL: 002125 FRAME: 0117

TRADEMARK
REEL: 002474 FRAME: 0025

ATTACHMENT

Registration Number

Mark

1,535,106	ADVANCED PACKETIZED VOICE
2,231,290	AUDIOEDGE
1,536,231	AVP
1,496,302	C-SCAN
1,987,096	CALL U (Stylized)
1,448,297	CBDS
2,316,895	CLEARVOICE
2,123,847	CLUSTERVISION
1,933,457	COMPANION
2,027,395	CONCORDE
1,143,186	CONFERENCE 2000 & Design
2,046,385	CORNERSTONE
1,394,723	DA & Design
1,738,043	DATAFLO
1,737,519	DATASPAN
1,973,852	DIRECTORY ONE
1,109,917	DMS & Design
1,415,642	DNC
1,432,791	DPN

1,513,445
1,172,932
2,051,708
2,044,257
1,152,211
1,395,549
2,152,688
2,171,557
1,343,902
1,783,296
1,186,548
1,313,241
1,316,690
1,363,020
1,313,240
1,316,691
1,670,142
1,857,506
1,223,248
2,264,080
1,654,622
1,896,822

DPX
DRS-8 & Design
DUALMODE
EASYROUTER
EPHONE (Design)
FEATUREPAK
FLASHPAK
FRAMERUNNER
HARMONY
HELMSMAN
INDEX
INSTALINK 460
INSTAMUX 470
INSTANET
INSTANET 6000
INSTATRUNK 480
INTERLUDE
JUNGLEMUX
KEYBATCH
LASERGUIDED MARKETING
LIBERATION
MAGELLAN

- 2 -

TRADEMARK
REEL: 002125 FRAME: 0119

TRADEMARK
REEL: 002474 FRAME: 0027

1,150,913	MAP
2,082,167	MAXCASTER
1,342,255	MERIDIAN
1,651,913	MERIDIAN I
1,681,819	MERIDIAN SL
2,130,847	MESSAGE AGENT
1,144,838	MICOM
1,405,605	MICOM
1,148,786	MICOM (Design)
1,461,742	MICOM (Design)
1,468,150	MS Logo
1,772,297	NETRUNNER
1,509,113	NORSTAR (Design)
2,001,714	NORTEL
1,980,303	NORTEL
2,184,321	NORTEL & Design
2,249,955	NORTEL NORTHERN TELECOM
1,090,024	NT
1,946,245	NT
1,090,025	NT NORTHERN TELECOM
1,946,246	NT NORTHERN TELECOM
2,114,411	NTFC

1,896,819
1,485,137
2,080,350
2,207,374
2,248,003
2,184,477
1,507,931
1,298,556
1,347,449
1,680,182
2,111,279
1,670,754
2,220,754
2,037,140
2,099,802
1,455,053
1,076,341
1,236,127
1,987,573
1,329,327
1,675,539
1,213,143

PASSPORT
PRIORITY
PROXIMITY
PROXIMITY
QUEST 411
RAPPORT
RD
RD-4A
RD-6A
Runner Design
RW
S/DMS TRANSPORTNODE
S8000
SECOND TO NONE
SERVICEBUILDER
SILHOUETTE
SL-1 (Design)
SL-100 (Design)
STADIA
STALBOND
STARTALK
STRIKER

- 4 -

TRADEMARK
REEL: 002125 FRAME: 0121

TRADEMARK
REEL: 002474 FRAME: 0029

1,613,373

SUPERNODE

1,628,946

TDMX

2,214,225

THE NORTEL EDGE

1,037,809

TOPS

1,660,673

TOPS MPX (Design)

1,347,503

UNITY

1,206,042

VANTAGE

1,366,518

VANTAGE ESPRIT & Design

964,611

VENTURE I

1,908,200

VISIT

Application Number

Mark

75/617,198

ACCLIVITY

75/937,223

ANBIUN

75/617,199

AURASYS

75/617,195

AUREALIS

75/616,300

AURECON

75/873,511

BAYSTACK

75/558,984

CALL PILOT

75/871,302

CEREBRUS

76/050,335

CHANNELS NOW

75/371,688

CHANNELWARE

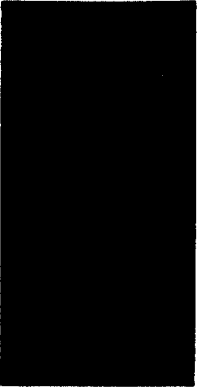
75/712,234

COGENT

75/629,417	E-MOBILITY
75/812,126	E-MOBILITY
75/723,790	ENTERPRISE EDGE
74/639,702	GLOBE "O" ASTROLABE Design
75/859,290	GO PIN & Design
75/837,728	GO PIN
75/552,267	HOW THE WORLD SHARES IDEAS
75/736,618	IDE @ ROOM
76/030,301	I WANT THE INTERNET TO FOLLOW ME
75/693,029	LD Design Mark
75/666,132	LINEDRIVE COMMUNICATIONS
75/907,458	INTERWAN
75/723,791	NETVENUE
75/617,194	NEXALLON
75/544,171	NORTEL NETWORKS
75/553,776	NORTEL NETWORKS HOW THE WORLD SHARES IDEAS (Design)
75/533,777	NORTEL NETWORKS Logo
75/458,796	NORTEL NORTHERN TELECOM
	POWER NETWORK Logo
75/482,278	NORTEL PASSPORT ASSURED

75/119,269
75/619,789
75/370,053
75/617,197
75/490,804
75/797,608
75/300,172
75/617,196
75/517,553
75/154,017
75/624,995
75/193,759
75/371,689
75/567,410
75/598,231
74/698,491
75/794,365
75/752,644
75/742,892
75/761,857

NETWORK
NORTEL & Design
OMNIPRISE
OPTERA
OVATION
PICONODE
PRESIDE
REUNION & Design
SAGE
SHASTA
SIGN IT
SUCCESSION
SYMPOSIUM
TELERECONNAISSANCE
UNIFIED NETWORKS
UNIVERSAL EDGE
VECTOR
WHAT DO YOU WANT THE
INTERNET TO BE?
SOLOSOUND
SOUND MARK
SOUND MARK



75/741,715

SOUND MARK

75/761,862

SOUND MARK

75/761,863

SOUND MARK

75/751,011

SOUND MARK

NORTEL NETWORKS LIMITED

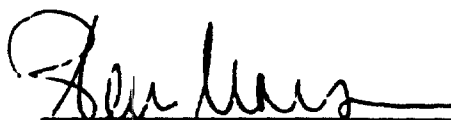
ASSISTANT SECRETARY'S CERTIFICATE

I, BLAIR F. MORRISON, Assistant Secretary of Nortel Networks Limited, formerly known as Nortel Networks Corporation (the "Corporation"), a Canadian corporation, do hereby certify under my hand and the corporate seal of the Corporation as follows:

- 1. Attached hereto as Exhibit A, is a true, complete and correct copy of an extract from a certified copy of the Certificate of Arrangement between the Corporation and BCE Inc. dated May 1, 2000.


IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation.

Dated: JUNE 17, 2000



Blair F. Morrison
Assistant Secretary

I, DEBORAH J. NOBLE, Corporate Secretary of the Corporation, hereby certify that BLAIR F. MORRISON is, and has been at all times since a date prior to the date hereof, the duly elected, qualified and acting Assistant Secretary of the Corporation and that the signature set forth above is his true and correct signature.

Dated: JUNE 17, 2000


Deborah J. Noble
Corporate Secretary

Executed and signed before me at the City of Brampton, Province of Ontario, Canada this 17 day of June 2000


Suzanne A. ... Notary Public,
... Peel, limited to
... and the
... Nortel Networks
... subsidiaries
Expires May 1, 2002

TRADEMARK
REEL: 002125 FRAME: 0126

TRADEMARK
REEL: 002474 FRAME: 0034



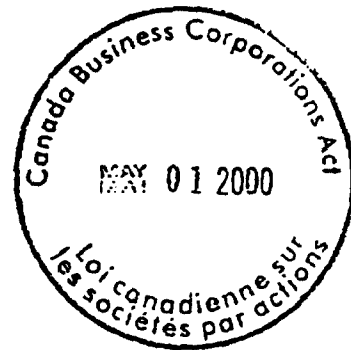
Industry Canada Industrie Canada
Canada Business Corporations Act Loi canadienne sur les sociétés par actions

I HEREBY CERTIFY THAT THE ATTACHED IS A TRUE COPY OF THE DOCUMENT MAINTAINED IN THE RECORDS OF THE DIRECTOR.

JE CERTIFIE, PAR LES PRÉSENTES, QUE LE DOCUMENT CI-JOINT EST UNE COPIE EXACTE D'UN DOCUMENT CONTENU DANS LES LIVRES TENUS PAR LE DIRECTEUR.


Deputy Director - Directeur adjoint

Date



Canada

TRADEMARK
REEL: 002125 FRAME: 0127


TRADEMARK
REEL: 002474 FRAME: 0035

Certificate of Arrangement

Certificat d'arrangement

Canada Business Corporations Act

Loi canadienne sur les sociétés par actions

Nortel Networks Corporation/ Corporation Nortel Networks	125147-3
BCE Inc.	356667-6
<hr/> Name of CBCA corporation(s) involved - Dénomination(s) de la (des) société(s) L.C.S.A. concerné(s)	<hr/> Corporation number - Numéro de la société
<p>I hereby certify that the arrangement set out in the attached articles of arrangement, involving the above-referenced corporation(s), has been effected under section 192 of the <i>Canada Business Corporations Act</i>.</p>	<p>Je certifie que l'arrangement mentionné dans les clauses d'arrangement annexées, concernant la (les) société(s) susmentionnée(s), a pris effet en vertu de l'article 192 de la <i>Loi canadienne sur les sociétés par actions</i>.</p>
 Director - Directeur	May 1, 2000 / le 1 mai 2000 Date of Arrangement - Date de l'arrangement

Canada

TRADEMARK
REEL: 002125 FRAME: 0128

TRADEMARK
REEL: 002474 FRAME: 0036

1 - Name of applicant corporation(s) - Dénomination de la(des) requérante(s) BCE INC. NORTEL NETWORKS CORPORATION/CORPORATION NORTEL NETWORKS	2 - Corporation No(s). N°(s) de la(des) société(s) 3566676 1251473
3 - Name of the corporation(s) the articles of which are amended, if applicable Dénomination de la(des) société(s) dont les statuts sont modifiés, le cas échéant (a) NORTEL NETWORKS CORPORATION/CORPORATION NORTEL NETWORKS (b) NEW NORTEL INC.	4 - Corporation No(s). N°(s) de la(des) société(s) 1251473 375 438-3
5 - Name of the corporation(s) created by amalgamation, if applicable Dénomination de la(des) société(s) issue(s) de la(des) fusion(s), le cas échéant (a) BCE INC. (b) NEW NORTEL INC.	6 - Corporation No(s). N°(s) de la(des) société(s) 375 437-5 375 438-3
7 - Name of the dissolved corporation(s), if applicable Dénomination de la(des) société(s) dissoute(s), le cas échéant	8 - Corporation No(s). N°(s) de la(des) société(s)
9 - Name of other bodies corporate involved, if applicable Dénomination des autres personnes morales en cause, le cas échéant 3721621 CANADA INC.	10 - Corporation No(s), or jurisdiction of incorporation - N°(s) de la(des) société(s)/ou loi sous le régime de laquelle elle est constituée 3721621

11 - In accordance with the order approving the arrangement.

Conformément aux termes de l'ordonnance approuvant l'arrangement.

- (a) the articles of the above-named corporation(s) are amended in accordance with the attached plan of arrangement
 THE ANNEXED SCHEDULE A IS INCORPORATED IN THIS FORM/L'ANNEXE A CI-JOINTE FAIT PARTIE INTÉGRANTE DU PRÉSENT FORMULAIRE
- (b) the following bodies corporate are amalgamated in accordance with the attached plan of arrangement

- les statuts de la(des) société(s) susmentionnée(s) sont modifiés en conformité avec le plan d'arrangement ci-joint.
- les personnes morales suivantes sont fusionnées conformément au plan d'arrangement ci-joint:

(i) BCE INC. (#3566676))
 3263207 CANADA INC. (#3263207)) FORMS 5(a)

THE ANNEXED SCHEDULE B IS INCORPORATED IN THIS FORM/L'ANNEXE B CI-JOINTE FAIT PARTIE INTÉGRANTE DU PRÉSENT FORMULAIRE

(ii) NEW NORTEL INC. (#3728684))
 3056074 CANADA INC. (#3056074)) FORMS 5(b)

THE ANNEXED SCHEDULE C IS INCORPORATED IN THIS FORM/L'ANNEXE C CI-JOINTE FAIT PARTIE INTÉGRANTE DU PRÉSENT FORMULAIRE

- (c) the above-named corporation(s) is(are) liquidated and dissolved in accordance with the attached plan of arrangement

- la(les) société(s) susmentionnée(s) est(sont) liquidées et dissoute(s) conformément au plan d'arrangement ci-joint

- (d) the plan of arrangement attached hereto, involving the above-named body(ies), corporate is hereby effected

- le plan d'arrangement ci-joint portant sur la(les) personne(s) morale(s) susmentionnée(s) prend effet

THE ANNEXED SCHEDULE D IS INCORPORATED IN THIS FORM/L'ANNEXE D CI-JOINTE FAIT PARTIE INTÉGRANTE DU PRÉSENT FORMULAIRE

Date MAY 1, 2000	Signature MARINE TURCOIL <i>[Signature]</i>	Title - Titre Chief Legal Officer - BCE Inc Corporate Secretary Nortel Networks Corporation
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IC 3188 (3/95) (CAA 1780)

FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT
 Fee - Dépense

MAY 1 2000

TRADEMARK

REEL: 002125 FRAME: 0129

TRADEMARK

REEL: 002474 FRAME: 0037

Schedule A/L'Annexe A

- (a) The name of Nortel Networks Corporation/Corporation Nortel Networks (#1251473) is changed to Nortel Networks Limited/Corporation Nortel Networks Limitée.
- (b) The articles of New Nortel Inc. (# 375 438-3) are hereby changed as follows:
- (i) the name of the corporation is changed to Nortel Networks Corporation/Corporation Nortel Networks; and
 - (ii) the common shares of the corporation are subdivided on a two-for-one basis effective at the close of business on the fourth Trading Day after the Effective Date.

For this purpose, "Trading Day" and "Effective Date" shall have the meanings ascribed thereto in the attached Plan of Arrangement.


NORTEL NETWORKS LIMITED

CERTIFICATE

I, Deborah J. Noble, Corporate Secretary of Nortel Networks Limited (the "Corporation"), a Canadian corporation having executive offices at 8200 Dixie Road, Suite 100, Brampton, Ontario, Canada, hereby certify under my hand and the corporate seal of the Corporation as follows:

1. effective as of and from May 1, 2000 the Corporation changed its named from "Nortel Networks Corporation" to Nortel Networks Limited".

Dated at Brampton, Province of Ontario, Canada, this 20th day of June, 2000.



Deborah J. Noble
Corporate Secretary

Executed and signed before me at the
City of Brampton, Province of Ontario
this 20th day of June, 2000.



Notary Public, Notary Public,
City of Brampton, Ontario, limited to
the execution of instruments and the
taking of affidavits, for Nortel Networks
Corporation and its subsidiaries.
Expires May 5, 2002

RECORDED: 08/15/2000

TRADEMARK
REEL: 002125 FRAME: 0131

RECORDED: 03/26/2002

TRADEMARK
REEL: 002474 FRAME: 0039