

Form PTO-1594
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**RECORDATION FORM COVER SHEET
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

CSW/ICG ChoiceCom, L.P.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies)

ICG ChoiceCom, L.P.

Name: _____
Internal Address: _____
Address: _____

Street Address: **161 Inverness Drive West**
City: **Englewood** State: **CO** Zip: **80112**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership **Delaware**
 Corporation-State _____
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **January 25, 1999**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2270982

Additional number(s) attached Yes No

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

Name: **Elaine D. Ziff, Esq.**

Internal Address: _____

Skadden, Arps, Slate, Meagher & Flom LLP

Street Address: **Four Times Square**

City: **New York** State: **NY** Zip: **10036-6522**

6. Total number of applications and registrations involved: **1**

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

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

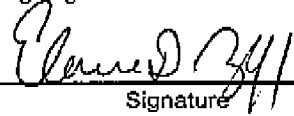
19-2385 [Our Ref: 690930-14]

(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.

Elaine D. Ziff  **May 28, 2002**

Name of Person Signing Signature Date

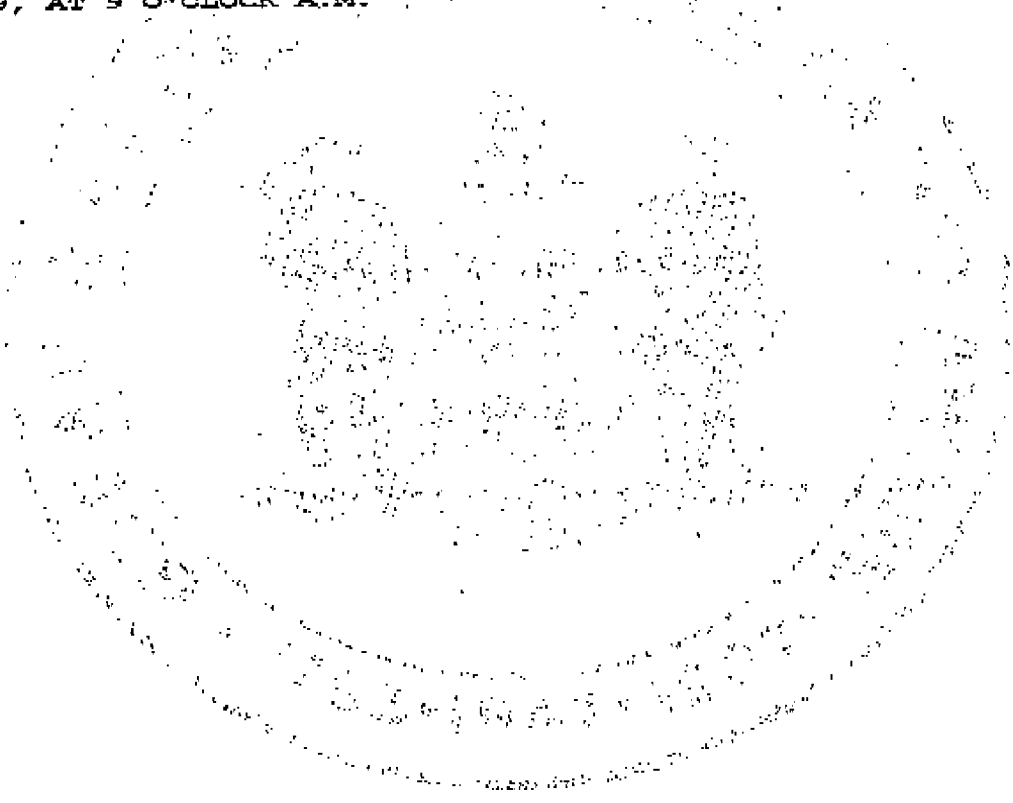
Total number of pages including cover sheet, attachments, and document: **3**

Mail documents to be recorded with required cover sheet information to:
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Washington, D.C. 20231

State of Delaware
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 THAT THE SAID "CSW/ICG CHOICECOM, L.P.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ICG CHOICECOM, L.P.", THE TWENTY-FIFTH DAY OF JANUARY, A.D. 1999, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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991053083

AUTHENTICATION: 9569688
DATE: 02-10-99

TRADEMARK
REEL: 002474 FRAME: 0607

**STATE OF DELAWARE
AMENDMENT TO THE CERTIFICATE OF
LIMITED PARTNERHIP
OF
CSW/ICG CHOICECOM , L.P.**

The undersigned, desiring to amend the Certificate of Limited Partnership of CSW/ICG ChoiceCom, L.P. pursuant to the provisions of Section 17-202 of the Revised Uniform Limited Partnership Act of the State of Delaware, does hereby certify as follows:

FIRST: The name of the Limited Partnership is CSW/ICG ChoiceCom, L.P.

SECOND: Section 1 of the Certificate is amended to read in its entirety as follows:

Section 1. Name. The name of the limited partnership is ICG ChoiceCom, L.P. (the "Partnership").

IN WITNESS WHEREOF, the undersigned executed this Amendment to the Certificate of Limited Partnership on the 4th day of January, 1999.

ICC CHOICECOM MANAGEMENT, LLC,
General Partner

By: [Signature]
Carcy Balzer, Manager

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 01/25/1999
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