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04-17-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

102057297

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

1. Name of conveying party(ies):

Williams Communications, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Williams Communications, LLC

Internal Address: One Williams Center Street Address: 41st Floor City: Tulsa State: OK Zip: 74172

- 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 (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 1, 2001

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

A. Trademark Application No.(s)

See attached list

B. Trademark Registration No.(s)

See attached list

Additional number(s) attached Yes No

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

Name: Christine F. Benton

Internal Address:

Clifford Chance Rogers & Wells

Street Address: 200 Park Avenue

City: New York State: NY Zip: 10166

6. Total number of applications and registrations involved:

29

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

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

18-1843

(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.

Christine F. Benton

Name of Person Signing

Signature

3/22/02

Date

9

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

04/16/2002 DBYRNE 00000201 181843 2346580

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:481 40.00 CH 02 FC:482 700.00 CH

TRADEMARK REEL: 002485 FRAME: 0242

William Communications, LLC

U.S. Trademark Registrations/Applications

<u>Trademark</u>	<u>Reg. No.</u>
adsInView	2,546,680
AtlanticVision	1,969,527
Clearly Ahead	1,962,322
Cycle-Sat	1,466,634
Dedicated Lite	2,321,598
First Video	1,784,986
First Video & design	2,283,034
Flex-CIR	2,339,356
Global Access	2,226,815
Global Shuttle	2,352,579
Linking Video Services Through Fiber Optics	1,967,472
MediaXtranet	2,514,484
National Gateway	1,420,451
PacificVision	2,065,588
Encircled "V"	2,281,216
VF & design	2,281,219
VenueNet	1,977,269
Vidgital	2,033,067
Virtual Teleport	2,060,832
Vyvx	1,595,720
Vyvx & design	1,929,143

NYA 524517.1

TRADEMARK
REEL: 002485 FRAME: 0243

Vyvx MediaXtranet 2,524,363

When It's Video, Vyvx It 2,392,636

Trademark

App. No.

AdHost 76/175,012

MediaAXess 76/162,999

The Catch Server 76/110,796

The Catch Server 76/111,191

The Only Wholesale-Only Multi-Service Network 76/111,190

VyvxIn View 76/162,979

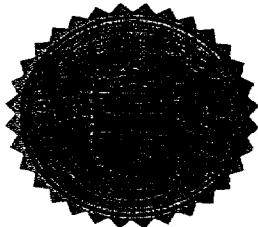
Delaware

PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "WILLIAMS COMMUNICATIONS, LLC" FILED IN THIS OFFICE ON THE SEVENTH DAY OF DECEMBER, A.D. 2000, AT 5 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE FIRST DAY OF JANUARY, A.D. 2001.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2206783 8100V

AUTHENTICATION: 1629565

020121434

DATE: 02-25-02

TRADEMARK

REEL: 002485 FRAME: 0245

CERTIFICATE OF FORMATION

OF

WILLIAMS COMMUNICATIONS, LLC

1. The name of the limited liability company is WILLIAMS COMMUNICATIONS, LLC
2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.
3. **The effective date of the formation of this limited liability company shall be January 1, 2001.**

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of WILLIAMS COMMUNICATIONS, LLC this 7th day of December, 2000.

Loretta K. Roberts

Loretta K. Roberts
Authorized Person

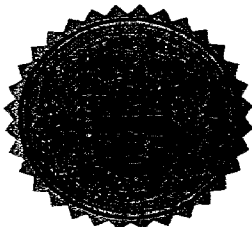
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "WILLIAMS COMMUNICATIONS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "WILLIAMS COMMUNICATIONS, INC." TO "WILLIAMS COMMUNICATIONS, LLC", FILED IN THIS OFFICE ON THE SEVENTH DAY OF DECEMBER, A.D. 2000, AT 5 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF JANUARY, A.D. 2001.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2206783 8100V

AUTHENTICATION: 1629565

020121434

DATE: 02-25-02

TRADEMARK
REEL: 002485 FRAME: 0247

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 266 OF THE
DELAWARE GENERAL CORPORATION LAW

1. The name of the corporation immediately prior to filing this Certificate is WILLIAMS COMMUNICATIONS, INC.
2. The date the Certificate of Incorporation was filed on is September 5, 1989.
3. The original name of the corporation as set forth in the Certificate of Incorporation is NATIONAL VIDEO NETWORK, INC.
4. The name of the limited liability company as set forth in the formation is WILLIAMS COMMUNICATIONS, LLC
5. The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law.
6. **The effective date of this conversion shall be January 1, 2001.**

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion of WILLIAMS COMMUNICATIONS, INC. this 7th day of December, 2000.

Loretta K. Roberts
Loretta K. Roberts, Assistant Secretary

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 05:00 PM 12/07/2000
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