

05-14-2002

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



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

Tab settings

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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): Southwestern Bell Texas, Inc.
Individual(s) Association General Partnership Limited Partnership Corporation-State Texas Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Southwestern Bell Telephone, L.P.
Name: Internal Address: Street Address: 530 McCullough City: San Antonio State: Texas Zip: 78205
Individual(s) citizenship Association General Partnership Limited Partnership Texas 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 Conversion
Execution Date: December 30, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/554195 B. Trademark Registration No.(s) 2,151,697 2,131,790 2,094,463
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: David J. Cho Internal Address: Street Address: 175 E. Houston Street Room 4C90 City: San Antonio State: Texas Zip: 78205

6. Total number of applications and registrations involved: 42
7. Total fee (37 CFR 3.41) \$ Enclosed Authorized to be charged to deposit account
8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

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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. David J. Cho Signature Date 4/24/02

Total number of pages including cover sheet, attachments, and document: 10

05/14/2002 BBYRNE 00000006 75354195

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 OP 02 FC:482 1025.00 OP

TRADEMARK REEL: 2504 FRAME: 0811

Additional Trademark Registration Nos.

2021111
2052580
1849559
2360493
2043479
1895343
1751127
2096797
1517461
2178573
1981522
1717179
1499918
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1948153
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1613214
2330050
2045884
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2269185
2491260
2272343
2003464
2398651
2272342
2207227



Office of the Secretary of State

CERTIFICATE OF CONVERSION
OF

Southwestern Bell Telephone, L.P.
Filing Number: 800041547

The undersigned, as Secretary of State of Texas, hereby certifies that the attached ~~Articles of~~
Conversion

of
Southwestern Bell Texas, Inc.
Filing Number: 800018398

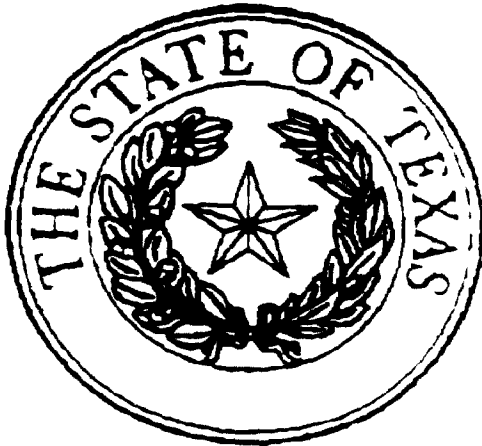
Converting it to

Southwestern Bell Telephone, L.P.

have been received in this office and have been found to conform to law. ACCORDINGLY, the
undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby
issues this Certificate of Conversion.

Dated: 12/27/2001

Effective: 12/30/2001



A handwritten signature in cursive script, appearing to read "G. Connor".

Geoffrey S. Connor
Assistant Secretary of State

Serial No.	Registration No.	Trademark/Service Mark
75/082957	2151697	1+SAVER & Design
75/095696	2131790	1+SAVER DIRECT
75/082916	2094463	AGENT ACCESS
74/254591	2021111	BILL PLUS
75/095914	2052580	BIZSAVER
74/254903	1849559	BYTE SIZE BILLING FOR YOUR TELECOMMUNICATIONS
75/210748	2360493	CALL NAVIGATOR
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74/446153	1895343	EASYOPTIONS
74/283979	1751127	FRAMEMATE
75/075956	2096797	HOME-800 & Design
73/663762	1517461	INLINE
75/334985	2178573	INTELLINUMBER
74/518905	1981522	LINE OF DISTINCTION
74/072296	1717179	MAXIMIZER 800
73/516717	1499918	MEGALINK
75/083317	2060986	MICROLINK I
75/304558	2259870	NECESSITIES
74/518906	1975288	PERSONALITY LOGO
75/304559	2263552	PICK 3
73/654375	1487124	PLEXAR
73/740640	1688125	PLEXAR & Design
75/628213	2476270	PLEXARSMART
75/337210	2193617	RESERVE LINE
74/540837	1948153	SELECTAMERICA
73/656754	1470073	SELECTCARD
75/095933	2234630	SELECTDATA
73/618309	1436732	SELECTEL
74/538380	2082725	SELECTSINGLE
74/468753	1923032	SELECTVIDEO PLUS
74/005681	1613214	SIGNATURE LISTING
75/091768	2330050	SMARTCOIN
75/082917	2045884	SMARTMOVES
74/046867	1652017	TELEBRANCH
75/554109	2269185	THE BASICS
75/702613	2491260	THE BASICS PLUS
75/554118	2272343	THE BASICS VALUE PAK

Serial No.	Registration No.	Trademark/Service Mark
74/542881	2003464	THE WORKS
75/650516	2398651	THE WORKS PLUS
75/554113	2272342	THE WORKS VALUE PAK
75/554195		THE WORKS VALUE PAK PLUS
75/386659	2207227	TURBO ACCESS