

09-30-2002



To the Honorable Commissioner of Patents

attached original documents or copy thereof.

102236577

9-25-02

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 No

3. Nature of conveyance:

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

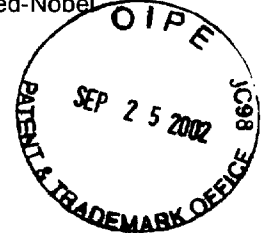
Execution Date: June 20, 2000

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

Name: Nortel Networks Limited

Address: 2351 Boulevard Alfred-Nobel
St. Laurent, Quebec
Canada H452A9

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

2,441,175

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. 20005-3515

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
- 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

September 25, 2002

Date

Total number of pages including cover sheet, attachments and documents: 8

09/30/2002 0000036 2441175

01 FC:481

40.00 CP

Attorney Docket : 7281.0481

IN THE UNITED STATES PATENT AND TRADEMARKS OFFICE

Registrant NORTEL NETWORKS LIMITED
Registration No. 2,441,175
Issue Date April 3, 2001
Mark : COGENT

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

ATTN : BOX POST REG NO FEE

DESIGNATION OF DOMESTIC REPRESENTATIVE

Finnegan, Henderson, Farabow, Garrett & Dunner, L.L.P., having a postal address at 1300 I Street, N.W., Washington, D. C. 20005-3315, is hereby designated at the applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

NORTEL NETWORKS LIMITED

by :



Arthur W. Fisher
Vice President, Intellectual Property Law

Date : September 25, 2002

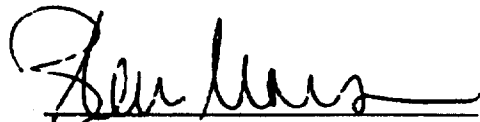
NORTEL NETWORKS LIMITED
ASSISTANT SECRETARY'S CERTIFICATE

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 19, 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 19, 2000



Deborah J. Noble
Corporate Secretary

Executed and signed before me at the City of Brampton, Province of Ontario, Canada this 19 day of June 2000.



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

TRADEMARK
REEL: 002125 FRAME: 0126

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REEL: 002589 FRAME: 0660



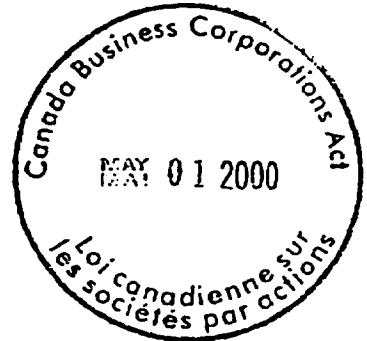
Industry Canada Industrie Canada
Canada Business Loi canadienne sur
Corporations Act les sociétés par actions

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: 002589 FRAME: 0661

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

Name of CBCA corporation(s) involved - Dénomination(s) de la (des) société(s) L.C.S.A. concerné(s)	Corporation number - Numéro de la société
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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 *Canada Business Corporations Act*.

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 *Loi canadienne sur les sociétés par actions*.


Director - Directeur

May 1, 2000 / le 1 mai 2000
Date of Arrangement - Date de l'arrangement

Canada

TRADEMARK
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REEL: 002589 FRAME: 0662

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
 (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;
 THE ANNEXED SCHEDULE A IS INCORPORATED IN THIS FORM/L'ANNEXE A CI-JOINTE FAIT PARTIE INTÉGRANTE DU PRÉSENT FORMULAIRE
 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 <i>MARINE TURKILL</i> <i>B. Mesh</i>	Title - Titre Chief Legal Officer - BCE Inc Corporate Secretary Nortel Networks Corporation
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IC 3180 (3/95) (CAA 1780)

FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT
 Féd. - Déposé

MAY 1 2000

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REEL: 002125 FRAME: 0129

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. (# 375438-3) 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,
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: 09/25/2002

TRADEMARK
REEL: 002589 FRAME: 0665