

10-31-2002



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

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

TriVergent Communications, Inc.
301 N. Main Street
Greenville, SC 29601

10-25-02

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

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

2. Name and address of receiving party(ies)

Name: NuVox Communications, Inc.

Internal Address: _____
Address: _____

Street Address: 301 N. Main Street

City: Greenville State: SC Zip: 29601

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State South Carolina
- 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: 2/14/01

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,532,647; 2,550,550

Additional number(s) attached Yes No

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

Name: Bryan F. Hickey, Esq.

Internal Address: Haysworth Sinkler Boyd, P.A.

P.O. Box 2948

Greenville, SC 29602

Street Address: 75 Beattie Place

2 Liberty Square

City: Greenville State: SC Zip: 29601

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

501783

(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.

H.E. Russell, III
Name of Person Signing

Signature

10/23/02

Date

7

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

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

10/30/2002 LMUELLER 00000209 2532647

01 FC:8521
02 FC:8522

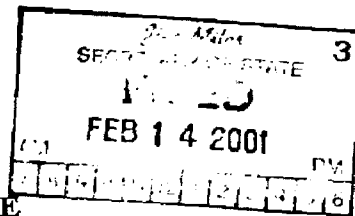
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State of South Carolina
Secretary of State



ARTICLES OF MERGER OR SHARE EXCHANGE

Pursuant to Section 33-11-105 of the 1976 South Carolina Code of Laws, as amended, the undersigned as the surviving corporation in a merger or the acquiring corporation in a share exchange, as the case may be, hereby submits the following information:

1. The name of the surviving corporation is TriVergent Communications, Inc.
2. Attached hereto as Exhibit A and made a part hereof is a copy of the Plan of Merger.
3. The Plan of Merger was adopted by written consent of the respective sole shareholder of Gabriel Communications of Kentucky, Inc., TriVergent Communications West, Inc., TriVergent Communications South, Inc. and TriVergent Communications, Inc.:

<u>Name of Corporation</u>	<u>No. of Shares Issued and Outstanding</u>	<u>No. of Undisputed Shares in Favor of Merger</u>
Gabriel Communications of Kentucky, Inc.	1,000	1,000
TriVergent Communications West, Inc.	100	100
TriVergent Communications South, Inc.	100	100
TriVergent Communications, Inc.	1,000	1,000

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CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

OCT 11 2002

01-008060CC


SECRETARY OF STATE OF SOUTH CAROLINA

Name of Corporation

*NOTE: Pursuant to Section 33-11-105 (a)(3)(ii) of the 1976 South Carolina Code of Laws, as amended, the corporation can alternatively state the total number of undisputed shares cast for the amendment by each voting group together with a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.

4. Unless a delayed date is specified, the effective date of this document shall be the date it is accepted for filing by the Secretary of State (See Section 33-1-230(b) of the 1976 South Carolina Code of Laws): _____

Date February 13, 2001

NuVox Communications, Inc.
- fka TriVergent Communications, Inc.
Name of the Surviving or Acquiring Corporation

John P. Denneen
Signature and Office

John P. Denneen, Executive Vice President
Type or Print Name and Office

FILING INSTRUCTIONS

- 1. Two copies of this form, the original and either a duplicate original or a conformed copy, must be filed.
- 2. Filing fee (payable to the Secretary of State at the time of filing of this document)

Filing Fee	\$ 10.00
Filing Tax	\$100.00
Total	\$110.00

- 3. TWO COPIES OF THE PLAN OF MERGER OR SHARE EXCHANGE MUST BE FILED WITH THIS FORM AS AN ATTACHMENT.

Return to: Secretary of State
PO Box 11350
Columbia SC 29211

Exhibit A

PLAN OF MERGER
merging
GABRIEL COMMUNICATIONS OF KENTUCKY, INC.,
TRIVERGENT COMMUNICATIONS WEST, INC. and
TRIVERGENT COMMUNICATIONS SOUTH, INC.
with and into
TRIVERGENT COMMUNICATIONS, INC.

PLAN OF MERGER adopted by Gabriel Communications of Kentucky, Inc., TriVergent Communications West, Inc. and TriVergent Communications South, Inc., business corporations organized under the laws of the State of Delaware, by unanimous written consent of their respective Board of Directors and sole stockholder on February 13, 2001, and adopted by TriVergent Communications, Inc., a business corporation for profit organized under the laws of the State of South Carolina, by unanimous written consent of its Board of Directors and sole shareholder on February 13, 2001. The names of the corporations planning to merge are Gabriel Communications of Kentucky, Inc., TriVergent Communications West, Inc. and TriVergent Communications South, Inc., business corporations organized under the laws of the State of Delaware, and TriVergent Communications, Inc., a business corporation organized under the laws of the State of South Carolina. The name of the surviving corporation into which Gabriel Communications of Kentucky, Inc., TriVergent Communications West, Inc. and TriVergent Communications South, Inc. plans to merge is TriVergent Communications, Inc.

1. Gabriel Communications of Kentucky, Inc., TriVergent Communications West, Inc. and TriVergent Communications South, Inc. and TriVergent Communications, Inc., shall, pursuant to the provisions of the laws of the State of Delaware and the provisions of the South Carolina Business Corporation Act of 1988, be merged with and into a single corporation, to wit, TriVergent Communications, Inc., which shall be the surviving corporation at the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under the name NuVox Communications, Inc. pursuant to the provisions of the South Carolina Business Corporation Act of 1988. The separate existences of Gabriel Communications of Kentucky, Inc., TriVergent Communications West, Inc. and TriVergent Communications South, Inc., which are sometimes hereinafter referred to as the "non-surviving corporations", shall cease at the effective time and date of the merger in accordance with the laws of the jurisdiction of its organization.

2. The articles of incorporation of TriVergent Communications, Inc., is to be amended and changed by reason of the merger herein certified by striking out Article 1 thereof, relating to the name of said surviving corporation, and by substituting in lieu thereof the following article:

"1. The name of the corporation is NuVox Communications, Inc."

and said Articles of Incorporation as herein amended and changed shall continue in full force and effect until further amended and changed in the manner prescribed by the provisions of the South Carolina Business Corporation Act of 1988.

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3. The present bylaws of the surviving corporation will be the bylaws of said surviving corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the South Carolina Business Corporation Act of 1988.

4. The directors and officers in office of the surviving corporation at the effective time and date of the merger shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their respective offices and directorships until the election and qualification of their successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

5. TriVergent Communications, Inc. will not issue any of its shares for the issued shares of Gabriel Communications of Kentucky, Inc., TriVergent Communications West, Inc. and TriVergent Communications South, Inc. inasmuch as the sole shareholders of Gabriel Communications of Kentucky, Inc., TriVergent Communications West, Inc. and TriVergent Communications South, Inc. are sister corporations to TriVergent Communications, Inc. All of the issued shares of Gabriel Communications of Kentucky, Inc., TriVergent Communications West, Inc. and TriVergent Communications South, Inc. shall, upon the effective date of the merger, be surrendered and cancelled. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued at the effective time and date of the merger shall continue to represent one issued share of the surviving corporation.

6. The merger of the non-surviving corporations with and into the surviving corporation shall be authorized in the manner prescribed by the laws of the jurisdiction of organization of the non-surviving corporations, and the Plan of Merger herein made and approved shall be submitted to the shareholders of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the South Carolina Business Corporation Act of 1988.

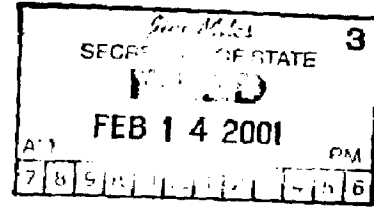
7. In the event that the merger of the non-surviving corporations with and into the surviving corporation shall have been duly authorized in compliance with the laws of the jurisdiction of organization of the non-surviving corporations, and in the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the surviving corporation in the manner prescribed by the provisions of the South Carolina Business Corporation Act of 1988, the non-surviving corporations and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Delaware and of the State of South Carolina, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the proper officers of the non-surviving corporations and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

10.00

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

RESTATED ARTICLES OF INCORPORATION



TYPE OR PRINT CLEARLY IN BLACK INK

Pursuant to Section 33-10-107 of the 1976 South Carolina Code of Laws, as amended, the corporation hereby submits the following information:

- 1. The name of the Corporation is NuVox Communications, Inc.
- 2. If the name of the Corporation has ever been changed, all of its former names:
 - a) State Communications Telecom, Inc.
Name Specified in Original Articles of Incorporation
 - b) TriVergent Communications, Inc.
 - c) _____

3. The original articles of incorporation were filed on 5/20/99

4. The registered office of the corporation is 200 N. Main Street, Ste. 303
in the city of Greenville, South Carolina 29601
Street Address Zip Code
and the registered agent at such address is Hamilton E. Russell III

- 5. The corporation is authorized to issue shares of stock as follows. Complete "a" or "b", whichever is applicable:
 - a. If the corporation is authorized to issue a single class of shares, the total number of shares authorized is 1,000.
 - b. The corporation is authorized to issue more than one class of shares:

Class of Shares	Authorized No. of Each Class
_____	_____
_____	_____
_____	_____

The relative right, preference, and limitations of the shares of each class, and of each series within a class, are as follows:

- 6. The optional provisions which the corporation elects to include in the articles of incorporation are as follows (See the applicable provisions of Sections 33-2-101, 35-2-105, and 35-2-221 of the 1976 South Carolina Code of Laws, as amended):

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

OCT 11 2002

01-008059CC

SECRETARY OF STATE OF SOUTH CAROLINA

NuVox Communications, Inc.

Name of Corporation

7. Unless a delayed effective date is specified, this application will be effective upon acceptance for filing by the Secretary of State (See Section 33-1-230(b) of the 1976 South Carolina Code of Laws, as amended)

CERTIFICATE Accompanying the Restated Articles of Incorporation

Check either A or B, whichever is applicable; and if B applies, complete the additional information requested:

A. The attached restated articles of incorporation do not contain any amendments to the corporation's articles of incorporation and have been duly approved by the corporation's board of directors as authorized by Section 33-10-107(a) of the 1976 South Carolina Code of Laws, as amended.

B. The attached restated articles of incorporation contain one or more amendments to the corporation's articles of incorporation. Pursuant to Section 33-10-107(d)(2) also, the following information concerning the amendment(s) is hereby submitted:

1. On _____, the corporation adopted the following amendment(s) to its articles of incorporation:

(Type or Attach the Complete Text of Each Amendment)

2. The manner, if not set forth in the Amendment(s), in which any exchange, reclassification, or cancellation of issued shares provided for in the Amendment shall be effected, is as follows: (if not applicable, insert "not applicable" or "NA").

3. Complete either a or b, whichever is applicable.
a. Amendment(s) adopted by shareholder action.

At the date of adoption of the Amendment(s), the number of outstanding shares of each voting group entitled to vote separately on the Amendment(s), and vote of such shares was:

Voting Group	Number of Outstanding Shares	Number of Votes Entitled to be Cast	Number of Votes Represented at the Meeting	Number of Undisputed Shares Voted	
				For	or Against

Note: Pursuant to Section 33-10-106(6)(1), the corporation can alternatively state the total number of undisputed shares cast for the amendment by each voting group together with a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.

b. Amendment(s) was duly adopted by unanimous action or board of directors with shareholders approval pursuant to sections 33-6-102(d), 33-10-102 and 33-10-105 of the 1976 South Carolina Code of Laws, as amended and shareholder action was not required.

Date February 13, 2001

NuVox Communications, Inc.

Name of Corporation

John P. Denneen

Signature

John P. Denneen, Executive Vice President

Type or Print Name and Office