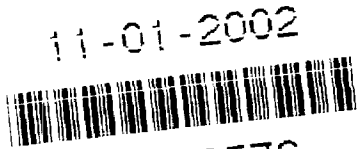


RECORD#

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102268576

9.27.02

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

1. Name of conveying party(ies):
Bell Atlantic Network Services, Inc.

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

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: July 21, 2000

2. Name and address of receiving party(ies):
Name: Verizon Services Corp.

Internal Address:

Street Address: 1310 North Court House Road

City: Arlington State: Virginia ZIP: 22201

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

If assignee is not domiciled in the United States, a domestic representative designation 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 No.(s)

B. Trademark registration No.(s)
1,948,698; 1,948,699

Additional numbers attached? Yes No

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
07-2351
(Attach duplicate copy of this page if paying by deposit account)

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

Internal Address: c/o Christian R. Andersen
Verizon Corporate Services Group Inc.
Mailcode HQE03H01

Street Address: 600 Hidden Ridge Drive
Mail Code HQE0H01

City: Irving State: TX ZIP: 75038

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.

Janis M. Manning
Name of Person Signing

Janis M. Manning
Signature

9/24/02
Date

Total number of pages comprising cover sheet:

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments

11/01/2002 LMIPELLER 00000032 072351 1948698 40.00 CH 25.00 CH FC:0521 FC:0522

10.

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BELL ATLANTIC NETWORK SERVICES, INC.", CHANGING ITS NAME FROM "BELL ATLANTIC NETWORK SERVICES, INC." TO "VERIZON SERVICES CORP.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF JULY, A.D. 2000, AT 4:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF AUGUST, A.D. 2000.




Edward J. Freel, Secretary of State

2019220 8100

AUTHENTICATION: 0585543

001379899

DATE: 07-27-00

TRADEMARK

REEL: 002608 FRAME: 0727

**CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
BELL ATLANTIC NETWORK SERVICES, INC.**

Bell Atlantic Network Services, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation") does hereby certify that the amendment to the Corporation's Restated Certificate of Incorporation set forth in the following resolution, approved by the Corporation's Board of Directors and Sole Stockholder, was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware:

RESOLVED, that the Restated Certificate of Incorporation of the Corporation be amended by changing Article 1 thereof so that, as amended, the Article shall be and read as follows:

- "1. The name of the Corporation is Verizon Services Corp.
The date of filing its original Certificate of Incorporation with the Secretary of State was October 14, 1983."

This Certificate of Amendment of the Restated Certificate of Incorporation shall be effective on August 1, 2000.

BELL ATLANTIC NETWORK SERVICES, INC.

By: Barbara E. Grafton
Barbara E. Grafton
Secretary

Dated: July 21, 2000

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

**CERTIFICATE OF MAILING BY "FIRST CLASS MAIL"
UNDER 37 C.F.R. SECTION 1.8**

I hereby certify that the papers listed below and attached hereto are being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to Assistant

Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513, Attention: Box

Assignment on September 24, 2002 :

1. Recordation Form Cover Sheet
2. Recordation Documents

By: James M. Manning