

FORM PTO-1594 (Modified)
(Rev. 6-93)
OMB No. 0851-0011 (exp. 4/04)
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TM09/REV03

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Docket No.:
83709US

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
KENAN SYSTEMS CORPORATION

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **Massachusetts**
 Other _____

Additional names(s) of conveying party(ies) Yes No

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

Name: **LUCENT TECHNOLOGIES, INC.**
Internal Address: _____
Street Address: **600 Mountain Avenue**
City: **Murray Hill** State: **NJ** ZIP: **07974**

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other **CORRECTION REQUEST - SEE ATTACHED**

Execution Date: **September 28, 2000**

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

A. Trademark Application No.(s)

Additional numbers Yes No

B. Trademark Registration No.(s)
1,814,349

 Yes No

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

Name: **Lisa A. Osman**
Internal Address: **Dorsey & Whitney LLP**

Street Address: **370 Seventeenth Street, Suite 4700**

City: **Denver** State: **CO** ZIP: **80202**

6. Total number of applications and registrations involved:..... **1**

7. Total fee (37 CFR 3.41):.....\$ **\$40.00**

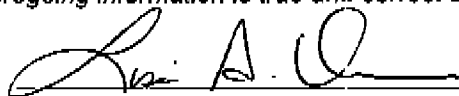
Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

04-1415

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 A. Osman  **June 17, 2003**
Name of Person Signing Signature Date

700033634

CH \$40.00 041415 1814349

ATTACHMENT
TO
RECORDATION FORM COVER SHEET

Document: Certificate of Ownership and Merger
Conveying Party: Kenan Systems Corporation (a Massachusetts corporation)
Receiving Party: Lucent Technologies, Inc. (a Delaware corporation)
Execution Date: September 28, 2000
Recordation Date: May 15, 2001
Reel/Frame: 2295/0337

A correction of the state of incorporation of Kenan Systems Corporation, a Massachusetts corporation, is requested for **Registration No. 1,814,349** only.

Kenan Systems Corporation was incorrectly designated as a Delaware corporation on the above-recordation.

4846-4030-1568\1

FORM PTO-1618A
E-File 08/20/01
OMB 0661-0227

05-15-2001

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New 4-30-01
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
09-29-2000
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name KENAN SYSTEMS CORPORATION

Execution Date
Month Day Year
09-28-2000

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization DELAWARE

Receiving Party

Mark if additional names of receiving parties attached

Name LUCENT TECHNOLOGIES INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 600 MOUNTAIN AVENUE

Address (line 2) _____

Address (line 3) MURRAY HILL

NEW JERSEY - USA

07974-0636

- Individual General Partnership Limited Partnership

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization DELAWARE

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

5/14/2001 DBYRNE 00000179 122316 1682865

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290E

1 FD-350 40.00 CH
2 FD-350 250.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per cover sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20220 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0661-0227), Washington, D.C. 20503. See OMB Information Collection Budget Package 0661-0227, Patent and Trademark Assignment Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002985 FRAME: 0337
REEL: 002670 FRAME: 0003

07/03/01 13:10:10

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RightFAX

Page 006

FORM PTO-1618B
Expires Oct 2002
 One 081-0077

Page 2

U.S. Department of Commerce
 Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address *Enter for the first Receiving Party only.*

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address *Area Code and Telephone Number* 908-580-5901

Name R. HOLLAND CAMPBELL

Address (line 1) LUCENT TECHNOLOGIES INC.

Address (line 2) 184 LIBERTY CORNER ROAD

Address (line 3) WARREN, NEW JERSEY 07059

Address (line 4) USA

Pages *Enter the total number of pages of the attached conveyance document including any attachments.* # _____

Trademark Application Number(s) or Registration Number(s) *Mark if additional numbers attached*
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
_____	_____	_____	<u>1682865</u>	<u>1686087</u>	<u>1814349</u>
_____	_____	_____	<u>1815514</u>	<u>1898012</u>	<u>1944396</u>
_____	_____	_____	<u>2022497</u>	<u>2100310</u>	<u>2158201</u>

Number of Properties *Enter the total number of properties involved.* # 11

Fee Amount *Fee Amount for Properties Listed (37 CFR 3.41):* \$ 290.00

Method of Payment: Enclosed Deposit Account

Deposit Account *(Enter for payment by deposit account or if additional fees can be charged to the account.)*

Deposit Account Number: # 12-2316

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

R. HOLLAND CAMPBELL
 Name of Person Signing

R. H. Campbell
 Signature

4.28.01
 Date Signed

07/03/01 13:11:07

F107

KIGHTHHA

Page 067

FORM PTO-1618C
Expires 08/31/03
OAS 081-0077

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party
Enter Additional Conveying Party Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party
Enter Additional Receiving Party Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

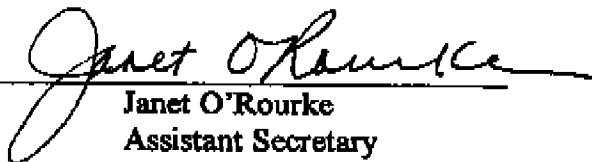
Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	2161710	2196595	<input type="text"/>
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ASSISTANT SECRETARY'S CERTIFICATE

I, Janet O'Rourke Assistant Secretary of Lucent Technologies Inc., a corporation duly organized and existing under, and by virtue of, the laws of the State of Delaware ("Lucent"), do hereby certify as follows:

- (1) On September 29, 2000, Kenan Systems Corporation merged into Lucent, the surviving corporation, and the existence of Kenan ceased.
- (2) I certify that the attached is a certified copy of the Certificate of Merger filed in the Secretary of State's office in Wilmington, Delaware on September 29, 2000.

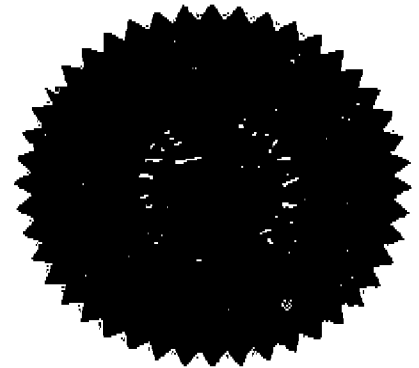
IN WITNESS WHEREOF, I have hereunto set my hand and seal as Assistant Secretary of Lucent this 13th day of March 2001.


 Janet O'Rourke
 Assistant Secretary

Sworn to and subscribed
Before me this 13th day of March 2001


 Notary Public
 State of New Jersey

MAUREEN M. DUNN
 Notary Public of New Jersey
 My Commission Expires June 15 2004



STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:02 AM 09/29/2000
001495185 - 2565838

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

KENAN SYSTEMS CORPORATION
(a Massachusetts corporation)

with and into

LUCENT TECHNOLOGIES INC.
(a Delaware corporation)

Lucent Technologies Inc., a Delaware corporation does hereby certify that:

1. **LUCENT TECHNOLOGIES INC.** [hereinafter sometimes referred to as the "Corporation"] is incorporated pursuant to the General Corporation Law of the State of Delaware.
2. The Corporation owns all of the outstanding shares of each class of the capital stock of **KENAN SYSTEMS CORPORATION**, a Massachusetts corporation.
3. The laws of the State of Massachusetts permit the merger of a business corporation of that jurisdiction with and into a business corporation of another jurisdiction.
4. The Corporation, by the following resolutions of its duly authorized committee of its Board of Directors, duly adopted on the 23rd day of September, 2000, determined to merge into itself **KENAN SYSTEMS CORPORATION** on the conditions set forth in such resolutions.
5. The following is a copy of the resolutions adopted on September 23, 2000 by the Committee of the Board of Directors of the Corporation to merge the said **KENAN SYSTEMS CORPORATION** into the Corporation:

RESOLVED, that **KENAN SYSTEMS CORPORATION**, a Massachusetts corporation ("**KENAN**") and a wholly-owned subsidiary of Lucent Technologies Inc. (the "**Corporation**"), a Delaware corporation, be merged with and into the Corporation, pursuant to applicable provisions of the General Laws of the Commonwealth of Massachusetts and The Delaware General Corporation Law respectively (the "**Merger**"), on the terms hereinafter set forth (such terms, the "**Plan of Merger**", which Plan of Merger may be amended, terminated or abandoned at any time prior to the effective date of the Merger by the Board of Directors of the Corporation or this Committee) with the Corporation thereby assuming all of the liabilities and obligations of **KENAN**; and

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REEL: 002295 FRAME: 0341
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REEL: 002670 FRAME: 0007

RESOLVED FURTHER, that the separate existence KENAN shall cease at the effective time and date of the Merger pursuant to the provisions of the General Laws of the Commonwealth of Massachusetts; and the Corporation shall continue its existence as the surviving corporation pursuant to the provisions of Delaware General Corporation Law; and

RESOLVED FURTHER, that the Articles of Incorporation of the Corporation are not amended in any respect by this Plan of Merger; and

RESOLVED FURTHER, that the issued shares of KENAN shall not be converted or exchanged in any manner pursuant to the Merger, but each said share which is issued immediately prior to the effective time and date of the Merger shall, at the effective time and date of the Merger, be surrendered and extinguished; and

RESOLVED FURTHER, that each share of the Corporation's capital stock outstanding immediately prior to the effective time and date of the Merger is to remain an identical outstanding or treasury or unissued share (as the case may be) of the Corporation at the effective time and date of the Merger; and

RESOLVED FURTHER, that no shares of the Corporation's capital stock and no shares, securities, or obligations convertible into or exchangeable for such shares are to be issued or delivered under this Plan of Merger; and

RESOLVED FURTHER, that the Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware, by the laws of the State of Massachusetts, and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the jurisdiction of organization of KENAN and of this Corporation and in any other appropriate jurisdiction; and

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REEL: 002670 FRAME: 0008

RESOLVED.FURTHER, that the Board of Directors and the proper officers of the Corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to make, 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 this merger herein provided for.

Executed on September 28, 2000.

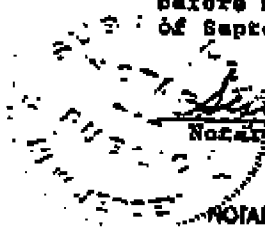

KENAN SYSTEMS CORPORATION

By: 
Name: Kenan Sahin
Title: President

LUCENT TECHNOLOGIES INC.

By: 
Name: Jean Rankin
Title: Vice President - Law

Sworn to and subscribed
before me this 28th day
of September 2000.



Notary Public

SUSAN DOLCI
NOTARY PUBLIC, State of New Jersey
ID No. 2211773
My Commission Expires 4/3/2003

DORSEY & WHITNEY LLP

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 370 SEVENTEENTH STREET
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FAX COVER SHEET

The information contained in this facsimile message, if a client of this firm is a named addressee, or the message is otherwise intended for a client, is presumptively legally privileged and confidential information. If you are not a named addressee, or if there is any reason to believe that you may have received this message in error, (1) do not read the message below; (2) do not distribute or copy this facsimile; and (3) please immediately call us collect at the number of the sender below.

DATE:	June 17, 2003	TOTAL # OF PAGES (INCLUDING THIS COVER SHEET):	11
TO:	Assignment Division	FAX #:	(703) 306-5995
FIRM NAME:	U.S. Patent and Trademark Office	TELEPHONE #:	(703) 308-9723
LOCATION:	Washington, D.C. 20231	REFERENCE #:	3463/462567-78
FROM:	Marilyn Johnson, Trademark Paralegal	ATTORNEY:	Lisa A. Osman, Esq.
TELEPHONE #:	(303) 628-1507	EMAIL:	johnson.marilyn@dorsey.com

CERTIFICATE OF TRANSMISSION BY FACSIMILE (37 CFR 1.8)

I hereby certify that the following are being transmitted by facsimile to the United States Patent and Trademark Office, Fax No.: (703) 306-5995 on June 17, 2003:

1. Recordation Form Cover Sheet Form PTO-1594 with Attachment (2 pages);
2. Duplicate copy of Form PTO-1594 for payment by deposit account (1 page); and
3. Copy of recorded Certificate of Ownership and Merger @ Reel/Frame: 2295/0337 (7 pages).

17 20

Marilyn Johnson
 Marilyn Johnson, Paralegal

Original will be sent via: Mail Messenger Air Courier Will not be sent

PLEASE CONTACT SENDER IF THIS TRANSMISSION IS INCOMPLETE OR CANNOT BE READ.

TRADEMARK
REEL: 002670 FRAME: 0010

FORM PTO-1594 (Modified)
(Rev. 6-95)
OMB No. 0851-0011 (exp. 4/94)
Copyright 1994-97 LegalStar
TMOS/REV03

COPY RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Docket No.:

83709US

Tab settings → → → ▼ ▼ ▼ ▼ ▼ ▼ ▼

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Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **Massachusetts**
 Other _____

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

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(Designations must be a separate document from
Additional name(s) & address(es) Yes N

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	1,814,349
Additional numbers	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

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

Name: **Lisa A. Osman**

Internal Address: **Dorsey & Whitney LLP**

Street Address: **370 Seventeenth Street, Suite 4700**

City: **Denver** State: **CO** ZIP: **80202**

6. Total number of applications and registrations involved:..... **1**


7. Total fee (37 CFR 3.41):.....\$ **540.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
04-1415

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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.

Lisa A. Osman  **June 17, 2003**

Name of Person Signing Signature Date