

06-25-2003

Form PTO-1594 **6-11-03** RI
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings



102481722

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

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

1. Name of conveying party(ies):
BROADWING INC.

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

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

2. Name and address of receiving party(ies)
Name: CINCINNATI BELL INC.
Internal _____
Address: _____ JUN 11 2003
Street Address: 201 East Fourth Street
City Cincinnati State Ohio Zip 45202

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 8, 2003

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Ohio
 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

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
(see attached list)
Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Nicole D. Vickroy, FROST BROWN TODD LLC
Internal Address: _____
Street Address: 201 East Fifth Street
City Cincinnati State OH Zip 45202

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41)\$ 240.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 06-2226
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Nicole D. Vickroy *Nicole Vickroy* 6/9/03
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 7

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to:
Commissioner of Patents and Trademarks,
Washington, D.C. 20231 on the date indicated below:
Jane D. Fields
Date: 6/9/03

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

TRADEMARK
REEL: 002763 FRAME: 0890

06/24/2003 610M11 0000069 062226 7503277
01 FC:0521 40.00 DA
02 FC:0522 175.00 DA

BROADWING INC. TRADEMARK LIST FOR NAME CHANGE RECORDATION

<u>MARK</u>	<u>SERIAL NO.</u>
BROADWING NETWORK	75/832,277
BROADWING	75/832,279
BROADWING NETWORK	75/832,278
BROADWING	75/832,280
BROADWING & Design	75/847,046
BROADWING & Design	75/847,068
BROADWING & Design	75/847,069
Design	75/873,484

<u>MARK</u>	<u>REGISTRATION NO.</u>
THE WORLDS FIRST BEAUTIFUL NETWORK	2,604,280

CinLibrary/1298009.1



Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sos
e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
Mail Form to one of the Following:	
<input checked="" type="radio"/> Yes	PO Box 1390 Columbus, OH 43216 *** Requires an additional fee of \$100 ***
<input type="radio"/> No	PO Box 1028 Columbus, OH 43216

**Certificate of Amendment by Director
or Incorporators to Articles
(Domestic)
Filing Fee \$50.00**

APR 15 10 09:15 AM '03
STATE

(CHECK ONLY ONE (1) BOX)

<input checked="" type="checkbox"/> (1) Amendment by Directors <input type="checkbox"/> Amended by Directors (123-AMDD)	<input type="checkbox"/> (2) Amendment by Incorporators <input type="checkbox"/> Amended by Incorporators (124-AMD)
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Complete the general information in this section for the box checked above.

Name of Corporation Broadwing Inc.

Charter Number 608095

Please check if additional provisions attached hereto are incorporated herein and made a part of these articles of organization.

Complete the information in this section if box (1) is checked.

Name and Title of Officer Jeffrey C. Smith, General Counsel and Corporate Secretary
(name) (title)

(CHECK ONLY ONE (1) BOX)

A meeting of the directors was duly called and held on April 29, 2003
(Date)

In an writing signed by all the Directors pursuant to section 1701.54 of the ORC

The following resolution was adopted pursuant to section 1701.70(B) (6) of the ORC:
(Insert proper paragraph number)

Please see attached Addendum

Complete the information in this section if box (2) is checked.

WE, the undersigned, being all of the incorporators of the above named corporation, do certify that the subscriptions to shares have not been received and the initial directors are not named in the articles. We hereby have elected to amend the articles as follows:

REQUIRED

Must be authenticated (signed)
by an authorized representative
(See Instructions)




Authorized Representative
*Jeffrey C. Smith, General Counsel and
Corporate Secretary*

May 8, 2003

Date



Authorized Representative



Date



Authorized Representative



Date

ADDENDUM

WHEREAS, pursuant to the terms and conditions set forth in the asset purchase agreement entered into between Broadwing Communications Services Inc. and CIII Communications LLC and related entities ("CIII") relating to the purchase of the assets of Broadwing Communications, Broadwing Inc. (the "Company") is required to change the name of the Company, effective with the first closing of the transaction.

WHEREAS, the Board believes that it is now in the best interest of the Company to change the name of the Company.

WHEREAS, the Board has the power under Ohio Revised Code Section 1701.70 to change the name of the Company without shareholder consent.

RESOLVED, that the Board hereby authorizes the name of the Company to be changed to Cincinnati Bell Inc.

RESOLVED FURTHER, that the Board hereby authorizes and approves the amendment of ARTICLE FIRST of the Company's Amended Articles of Incorporation to change the name of the Company to Cincinnati Bell Inc., and such ARTICLE FIRST, after amendment shall be as follows:

FIRST: The name of the Corporation is CINCINNATI BELL INC.

RESOLVED FURTHER, that the Authorized Officers (as defined herein) are directed to give notice of the name change to the New York Stock Exchange ("NYSE") and to obtain a new ticker symbol and new CUSIP number for the common shares.

RESOLVED FURTHER, that the Board authorizes the name change to become effective upon the filing of the Certificate of Amendment to the Amended Articles of Incorporation.

RESOLVED FURTHER, that timely notice be sent to shareholders in accordance with Ohio law notifying them of the name change.

RESOLVED FURTHER, that the Chief Executive Officer, the Chief Financial Officer, and the General Counsel and Corporate Secretary of the Company (collectively, the "Authorized Officers") are authorized and directed, in the name and on behalf of the Company, to take all action, including, without limitation, the filing of the Certificate Amendment to the Amended Articles of Incorporation, and to execute all agreements, instruments and other documents, as each of such authorized officers considers necessary or advisable to effectuate each of the foregoing resolutions, the taking of any such action and the execution of any

agreement, instrument or document to be conclusive evidence of the due authorization thereof by the Company.

G:\37Legal\BRW Corporate\Minutes\Board 2003\Name Change Resolution Apr. 2003.doc

C:\Documents and Settings\ng\Local Settings\Temporary Internet Files\OLK291\Name Change Resolution Apr. 2003.doc

TOTAL P.06

TRADEMARK
REEL: 002763 FRAME: 0895



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
05/16/2003	200313600418	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

FROST BROWN TODD LLC
CHRISTINE BRACKEN
ONE COLUMBUS
COLUMBUS, OH 43215

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

608095

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
CINCINNATI BELL INC.

and, that said business records show the filing and recording of:

Document(s)
DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):
200313600418



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 16th day of May, A.D.
2003.

J. Kenneth Blackwell
Ohio Secretary of State

BROADWING INC. TRADEMARK LIST FOR NAME CHANGE RECORDATION

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