

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	CHANGE OF NAME
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GTE Airfone Incorporated		12/14/2001	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Verizon Airfone Inc.
Street Address:	2809 Butterfield Road
City:	Oak Brook
State/Country:	ILLINOIS
Postal Code:	60522
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2125986	AIRBORNE OFFICE

CORRESPONDENCE DATA	
Fax Number:	(972)718-3946
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	703-351-3080
Email:	christian.andersen@verizon.com
Correspondent Name:	Janis M. Manning
Address Line 1:	600 Hidden Ridge Drive, MC HQE03H14
Address Line 2:	c/o Christian R. Andersen
Address Line 4:	Irving, TEXAS 75038

ATTORNEY DOCKET NUMBER:	TPS-00195
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NAME OF SUBMITTER:	Janis M. Manning, Esquire.
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Total Attachments: 2
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source=GTE Airfone to Verizon Airfone#page2.tif

CH \$40.00 2125986

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, 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 "GTE AIRFONE INCORPORATED", CHANGING ITS NAME FROM "GTE AIRFONE INCORPORATED" TO "VERIZON AIRFONE INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF DECEMBER, A.D. 2001, AT 10:15 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0919810 8100

AUTHENTICATION: 1505911

010642539

DATE: 12-14-01

TRADEMARK

REEL: 002768 FRAME: 0634

**CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
GTE AIRFONE INCORPORATED**

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GTE AIRFONE INCORPORATED, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Restated Certificate of Incorporation of said corporation:

RESOLVED, that the Board of Directors does hereby propose that Article I of the Restated Certificate of Incorporation of the Company be amended, such that said Article I shall read in its entirety as follows:

ARTICLE I

The name of the corporation is Verizon Airfone Inc."

and that it be submitted to the stockholder for consideration.

SECOND: That in lieu of a meeting and vote of the sole stockholder, the stockholder has given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said GTE AIRFONE INCORPORATED has caused this certificate to be signed by Marianne Drost, its Secretary, this 4th day of December, 2001.

GTE AIRFONE INCORPORATED

By Marianne Drost
Marianne Drost, Secretary

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:15 AM 12/14/2001
010642539 - 0919810

TOTAL P. 04

NO. 036 P002/002

12/14/01 11:05

TRADEMARK