

11-20-2003



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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings =>>>

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): 11-17-03 CIII Communications Operations, LLC
[] Individual(s) [] Association
[] General Partnership [] Limited Partnership
[] Corporation-State
[X] Other Limited Liability Company - Delaware

2. Name and address of receiving party(ies)
Name: Broadwing Communications, LLC
Internal Address: Suite 900
Street Address: 701 Pennsylvania Avenue
City: Washington State: D.C.

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

[] Individual(s) citizenship
[] Association
[] General Partnership
[] Limited Partnership
[] Corporation-State
[X] Other Limited Liability Company - Delaware

If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [X] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [X] No

3. Nature of conveyance:
[] Assignment [] Merger
[] Security Agreement [X] Change of Name
[] Other

Execution Date: June 18, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

B. Trademark Registration No.(s)

75/832,279

BROADWING

2,604,280

THE WORLD'S FIRST BEAUTIFUL NETWORK

Additional number(s) attached [X] Yes [] No

5. Name and address of party to whom correspondence concerning document should be mailed.
Name: Jeffrey M. Gitchel, Esquire
Internal Address: Kirkpatrick & Lockhart LLP
Henry W. Oliver Building
Street Address: 535 Smithfield Street
City: Pittsburgh State: PA Zip: 15222

6. Total number of applications and registrations involved:.....9.....

7. Total fee (37 CFR 3.41) \$ 240.00
[X] Enclosed
[X] Additional necessary fees authorized to be charged to deposit account

8. Deposit account number: 11-1110
(Attach duplicate copy of this page if paying by deposit account)

2003 NOV 17 AM 7:57
OPB/FINANCE

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.

Jeffrey M. Gitchel, Esquire
Name of Person Signing

[Handwritten Signature]

November 17, 2003
Date

11/19/2003 LMUELLER 00000132 75832279

01 FC:8521
02 FC:8522

40.00 DP
200.00 DP
Number of pages including cover sheet, attachments, and document: 6

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

Washington, D.C. 20231

Continuation of Item 4

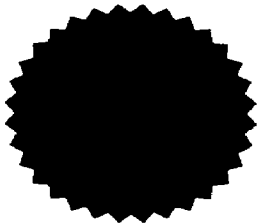
4. Application number(s) or registration number(s): A. Trademark Application No.(s)	B. Trademark Registration No.(s)	
75/832,280 BROADWING		
75/847,046 BROADWING & DESIGN		
75/847,068 BROADWING & DESIGN		
75/847,069 BROADWING & DESIGN		
75/832,277 BROADWING NETWORK		
75/832,278 BROADWING NETWORK		
75/873,484 DESIGN		

Delaware

PAGE 1

The First State

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 "C III COMMUNICATIONS OPERATIONS, LLC", CHANGING ITS NAME FROM "C III COMMUNICATIONS OPERATIONS, LLC" TO "BROADWING COMMUNICATIONS, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF JUNE, A.D. 2003, AT 5:28 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3627662 8100

030413344

AUTHENTICATION: 2489598

DATE: 06-23-03

TRADEMARK
REEL: 002866 FRAME: 0105

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF FORMATION

OF

C III COMMUNICATIONS OPERATIONS, LLC

1. The name of the limited liability company is C III Communications Operations, LLC.

2. The Certificate of Formation of the Company is hereby amended by deleting in its entirety Article 1 of the Certificate of Formation and substituting the following therefor:

"1. The name of the limited liability company (the "Company") is Broadwing Communications, LLC."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to Certificate of Formation of C III Communications Operations, LLC this 18th day of June, 2003.

C III COMMUNICATIONS OPERATIONS, LLC

By 

Howard L. Rosenberg, Authorized Person

K970761 020x2067

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:20 PM 06/18/2003
FILED 05:28 PM 06/18/2003
SRV 030403951 - 3627662 FILE