

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PaeTec Online, Inc.		12/21/2000	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	PaeTec Communications, Inc.
Street Address:	600 Willowbrook Office Park
Internal Address:	One PaeTec Plaza
City:	Fairport
State/Country:	NEW YORK
Postal Code:	14450
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2472741	ONNET MALL

CORRESPONDENCE DATA	
Fax Number:	(214)981-3400
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	214-981-3483
Email:	mroberts@sidley.com
Correspondent Name:	Dusan Clark
Address Line 1:	717 North Harwood
Address Line 2:	Suite 3400
Address Line 4:	Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	10000-20074
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NAME OF SUBMITTER:	Susan Roberts
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Total Attachments: 2
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CERTIFICATE OF MERGER
OF
PAETEC ONLINE, INC.
INTO
PAETEC COMMUNICATIONS, INC.

The undersigned corporations organized and existing under the General Corporation Law of Delaware,

DO HEREBY CERTIFY that:

1. The name and state of incorporation of each of the constituent corporations of the merger is as follows:

NAME	STATE OF INCORPORATION
PaeTec Communications, Inc.	Delaware
PaeTec Online, Inc.	Delaware

2. An Agreement of Merger between the parties to the merger has been approved and adopted by each of the constituent corporations in accordance with the requirements of section 251 of the General Corporation Law of Delaware and that the Boards of Directors and Sole Shareholder of each of the constituent corporations have approved the merger.

3. The name of the surviving corporation of the merger is **PAETEC COMMUNICATIONS, INC.**

4. The Certificate of Incorporation of **PAETEC COMMUNICATIONS, INC.**, a Delaware corporation, which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

5. The executed Agreement of Merger is on file at an office of the surviving corporation, PaeTec Communications, Inc., the address of which is 290 Woodcliff Drive, Fairport, New York 14450.

6. A copy of the Agreement of Merger will be furnished by the surviving

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corporation, on request and without cost, to any stockholder of any constituent corporation.

7. This Certificate of Merger shall be effective on December 31, 2000.

Dated: December 21, 2000

PAETEC COMMUNICATIONS, INC.

By: *Arunas A. Chesonis*
Arunas A. Chesonis

Title: President, Chairman & CEO

PAETEC ONLINE, INC.

By: *Arunas A. Chesonis*
Arunas A. Chesonis

Title: Chairman & CEO