

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
West Teleservices Holding Company		12/31/2002	CORPORATION: NEBRASKA

RECEIVING PARTY DATA

Name:	West Corporation
Street Address:	11808 Miracle Hills Drive
City:	Omaha
State/Country:	NEBRASKA
Postal Code:	68154
Entity Type:	CORPORATION: NEBRASKA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1854878	WEST

CORRESPONDENCE DATA

Fax Number: (314)345-6060

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (314) 345-6271

Email: wboldtcohen@blackwellsanders.com

Correspondent Name: Wendy Boldt Cohen

Address Line 1: Blackwell Sanders Peper Martin LLP

Address Line 2: 720 Olive Street-24th Floor

Address Line 4: St. Louis, MISSOURI 63101

ATTORNEY DOCKET NUMBER:

15116.66

NAME OF SUBMITTER:

Duffy Walters

Total Attachments: 3

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TRADEMARK

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Delaware

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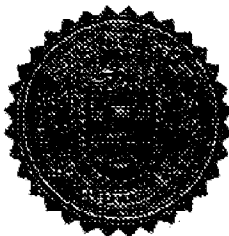
The First State

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 OWNERSHIP, WHICH MERGES:

"WEST TELESERVICES HOLDING COMPANY", A NEBRASKA CORPORATION, WITH AND INTO "WEST CORPORATION" UNDER THE NAME OF "WEST CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11:59 O'CLOCK P.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

2372664 8100M

AUTHENTICATION: 2180873

020809262

DATE: 01-02-03

TRADEMARK

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CERTIFICATE OF OWNERSHIP AND MERGER

West Corporation, a Delaware corporation (the "Surviving Corporation"), pursuant to Section 253 of the General Corporation Law of Delaware, does hereby certify that:

FIRST: The Surviving Corporation is incorporated pursuant to the General Corporation Law of Delaware.

SECOND: The Surviving Corporation owns all of the outstanding shares of each class of the capital stock of West TeleServices Holding Company, a Nebraska corporation (the "Merging Corporation").

THIRD: The Surviving Corporation, by resolutions of its Board of Directors, duly adopted on the 31st day of December, 2002, and attached hereto as Exhibit A, determined to merge into itself the Merging Corporation on the conditions set forth in such resolutions.

FOURTH: The effective date and time of the merger described above shall be Tuesday, December 31, 2002, 11:59 p.m.

IN WITNESS WHEREOF, this Certificate of Ownership and Merger has been executed by West Corporation as of December 31, 2002.

WEST CORPORATION,
a Delaware corporation

By: Paul M. Mendlik

Name: Paul M. Mendlik

Title: CFD

EXHIBIT A

**UNANIMOUS WRITTEN CONSENT IN LIEU OF A MEETING
OF THE BOARD OF DIRECTORS OF WEST CORPORATION**

The undersigned, being all of the members of the Board of Directors (the "Board") of West Corporation, a Delaware corporation (the "Corporation"), in lieu of holding a meeting of the Board, do hereby unanimously consent in writing, as authorized by the General Corporation Law of Delaware, to the adoption of, and do hereby adopt, the following resolutions and declare the same to be in full force and effect as if adopted at a meeting of the Board:

RESOLVED, that effective on Tuesday, December 31, 2002, at 11:59 p.m., the Corporation shall merge into itself its wholly-owned subsidiary West TeleServices Holding Company, a Nebraska corporation (the "Subsidiary"), and assume all of the Subsidiary's liabilities and obligations;

FURTHER RESOLVED, that the President and Secretary of the Corporation be and they hereby are directed to make, execute, acknowledge, and file a certificate of ownership and merger with the Secretary of State of Delaware and articles of merger with the Secretary of State of Nebraska, and to take any and all other actions and to execute and file any and all instruments and documents deemed necessary, proper or convenient to carry out the foregoing resolutions.

This Unanimous Written Consent may be executed by telefacsimile transmission, and such telefacsimile signatures shall be binding, of full force and effect and treated as, original signatures.

This Unanimous Written Consent may be executed in multiple counterparts, each of which will be deemed to be an original, but all of which when taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned, being all of the members of the Board of Directors of the Corporation, do hereby execute and adopt this Unanimous Written Consent as of December 31, 2002.

/s/ Gary L. West

Gary L. West

/s/ Thomas B. Barker

Thomas B. Barker

/s/ Greg T. Sloma

Greg T. Sloma

/s/ Mary E. West

Mary E. West

/s/ William E. Fisher

William E. Fisher

s/ George H. Krauss

George H. Krauss