Form PTO-1594 (Rev. 06/04) OMB Collection 0651-0027 (exp. 6/30/2005)	U.S. DEPARTMENT OF COMMEI United States Patent and Trademark O
RECORDATION TRADEM	FORM COVER SHEET
TRADEMARKS ONLY To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below	
Name of conveying party(les)/Execution Date(s)	
(i)Structure, Inc.	party(les)
(1)seraceme, Inc.	Additional names, addresses, or citizenship attached?
	Name Level 3 Financing, Inc.
Individual(s) Association	Internal Address: Suite 400
X General Partnership Limited Partnership	7.5
Corporation-State	Street Address: 10 110 Farkway
Other	City: Cmaha
Citizenship (see guidelines) Delaware	State: Nebraska
Execution Date(s) September 22, 2003	Country: US Zip: 68154
	Association Citizenship
Additional names of conveying partles attached? Yes 🗷	No General Partnership Citizenship
3. Nature of conveyance:	Limited Partnership Citizenship
Assignment Merger	Corporation Citizenship Delaware
Security Agreement Change of Name	Other Citizenship
Other	reassignee is not domiciled in the United States, a domestic
	I DASMINSTANC much be a carrelle of
 Application number(s) or registration number(s) a Trademark Application No.(s) 	and identification or description of the Trademark
	B. Trademark Registration No.(s)
	2,310,939
identification or Description of Trademark(s) (and Filin	Additional sheet(s) attached? Yes X No ng Date if Application or Registration Number is unknown):
Design mark (golden-colored	d regtangle)
. Name & address of party to whom correspondenc	e 6 Total number 5
oncerning document should be mailed: ame: Kim A. Walker	6. Total number of applications and registrations involved:
fernal Address:	
Villkie Farr & Gallagher LLP	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$_40
707	Authorized to be charged by credit card
reet Address: 787 Seventh Avenue	Authorized to be charged to deposit account
Note Vend	Enclosed
New York	8. Payment Information:
ate; NY Zip: 10019	a. Credit Card Last 4 Numbers
one Number: (212) 728-8776	Expiration Date
x Number: (212) 72898111	b. Deposit Account Number 23-2405
all Address: kwalker@willkie.com	Authorized User NameKim Walker
Signature:	November 30, 2004
Signature	Date
Kim A. Walker	Total number of pages including cover
Name of Person Signing	sheet, attachments, and document:

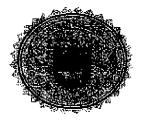
Documents to be recorded (including cover should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Delaware

WFG 40-122 40FAX1

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 "(I)STRUCTURE, INC.", CHANGING ITS NAME FROM "(I)STRUCTURE, INC." TO "LEVEL 3 FINANCING, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2003, AT 2:41 O'CLOCK P.M.



Darriet Smith Hindson

AUTHENTICATION: 3468616

DATE: 11-10-04

TRADEMARK REEL: 002984 FRAME: 0201

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State of Delaware Secretary of State Division of Corporations Delivered 02:42 PM 09/22/2003 FILED 02:41 PM 09/22/2003 SRV 030606716 - 2226502 FILE

STATE OF DELAWARE CERTIFICATE OF AMENDMENT OF RESTATED CERTIFICATE OF INCORPORATION OF (i)STRUCTURE, INC.

(i)Structure, Inc., 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 Amended and Restated Certificate of Incorporation of (i)Structure, Inc. be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"ARTICLE FIRST NAME

The name of the Corporation (which is hereinafter referred to as the "Corporation") is:
Level 3 Financing, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the sole stockholder of said corporation has given written consent to the 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 Section 242 and 228 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said corporation shall not be reduced under of by reason of said amendment.

IN WITNESS WHEREOF, said (i)Structure, Inc. has caused this certificate to be signed by Neil Eckstein, its Vice President and Assistant Secretary, this 22nd day of September, 2003.

BY:

TTTLE:

ice President and Assistant Secretary

NAME:

Neil Eckstein

TRADEMARK
REEL: 002984 FRAME; 0202