

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION 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.

1. Name of conveying party(ies)/Execution Date(s):

(i) **Structure, Inc.**

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Citizenship (see guidelines) Delaware

Execution Date(s) September 22, 2003

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Level 3 Financing, Inc.

Internal

Address: Suite 400

Street Address: 13710 FNB Parkway

City: Omaha

State: Nebraska

Country: US Zip: 68154

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship Delaware
- Other Citizenship

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,310,939

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

Design mark (golden-colored rectangle)

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Kim A. Walker

Internal Address:

Willkie Farr & Gallagher LLP

Street Address: 787 Seventh Avenue

City: New York

State: NY Zip: 10019

Phone Number: (212) 728-8776

Fax Number: (212) 728-9811

Email Address: kwalker@willkie.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 23-2405

Authorized User Name Kim Walker

9. Signature:

Signature

Kim A. Walker

Name of Person Signing

November 30, 2004

Date

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) 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

CH \$40.00 232405 2310939

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 "(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.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3469616

DATE: 11-10-04

TRADEMARK

REEL: 002984 FRAME: 0201

2226502 8100

040811281

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: 
TITLE: Vice President and Assistant Secretary
NAME: Neil Eckstein