

02-04-2005

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

RECC
TF



102933681

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):
Level 3 Enhanced Services, Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State Delaware
☐ Other _____

Citizenship (see guidelines) United States

Execution Date(s) January 4, 2004

Additional names of conveying parties attached? ☐ Yes ☐ No

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☐ Security Agreement ☒ Change of Name
☐ Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☐ Yes ☒ No

Name: Level 3 Enhanced Services, LLC

Internal

Address: 1025 Eldorado Blvd.

Street Address: _____

City: Broomfield

State: Colorado

Country: USA Zip: 80021

- ☐ Association Citizenship _____
☐ General Partnership Citizenship _____
☐ Limited Partnership Citizenship _____
☐ Corporation Citizenship _____

☒ Other LLC Citizenship Delaware

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)

78/311,505 ; 78/245,481 ; 78/355,098

B. Trademark Registration No.(s)

Additional sheet(s) attached? ☐ Yes ☒ No

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

(3) Tone and Level 3 Enhanced Services logo & word mark.

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

Name: Dallas Martin

Internal Address: VP Legal

Street Address: 1025 Eldorado Blvd.

City: Broomfield

State: CO Zip: 80021

Phone Number: 720-888-2534

Fax Number: 720-888-5170

Email Address: dallas.martin@level3.com

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 90

- ☒ 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 _____

Authorized User Name _____

9. Signature: [Signature]

Signature

Date

Jan. 28, 2004

Dallas R. Martin

Name of Person Signing

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

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

TRADEMARK
REEL: 003116 FRAME: 0476

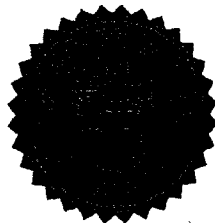
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "LEVEL 3 ENHANCED SERVICES, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "LEVEL 3 ENHANCED SERVICES, INC." TO "LEVEL 3 ENHANCED SERVICES, LLC", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003, AT 6:19 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

3251918 8100V

AUTHENTICATION: 2850283

030848646

DATE: 01-06-04

TRADEMARK
REEL: 003116 FRAME: 0477

**CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 266 OF THE DELAWARE GENERAL
CORPORATION LAW**

1. The name of the corporation is LEVEL 3 ENHANCED SERVICES, INC.
2. The name under which the corporation was originally incorporated is TELVERSE, INC.
3. The date on which the original Certificate of Incorporation was filed with the Secretary of State is July 13, 2000.
4. The date on which the name of the corporation was changed to Telverse Communications, Inc. is July 19, 2000.
5. The date on which the name of the corporation was changed to Level 3 Enhanced Services, Inc. is August 28, 2003.
6. The name of the limited liability company into which the corporation is herein being converted is LEVEL 3 ENHANCED SERVICES, LLC.
7. The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law.

By: /s/Neil J. Eckstein
Neil J. Eckstein, Authorized Officer

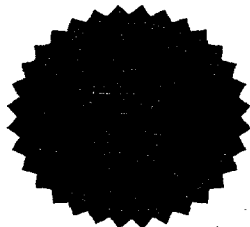
Delaware

PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "LEVEL 3 ENHANCED SERVICES, LLC" FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003, AT 6:19 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

3251918 8100V

AUTHENTICATION: 2850283

030848646

DATE: 01-06-04

TRADEMARK
REEL: 003116 FRAME: 0479

**CERTIFICATE OF FORMATION
OF
LEVEL 3 ENHANCED SERVICES, LLC**

The Certificate of Formation of Level 3 Enhanced Services, LLC (the "Company") is being executed by the undersigned for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act.

1. The name of the Company is:

LEVEL 3 ENHANCED SERVICES, LLC

2. The name and address, including street, number, city and county, of the registered agent of the Corporation in the State of Delaware is:

The Corporation Trust Company
Corporation Trust Center
1209 Orange Street
Wilmington, DE 19801
County of New Castle

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Formation to be duly executed as of the 22nd of December, 2003.

/s/Neil J. Eckstein
Neil J. Eckstein
Authorized Person