

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 12/31/2003 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------|----------|----------------|--------------------|
| Oblio Telecom, Inc. | | 12/31/2003 | CORPORATION: TEXAS |

RECEIVING PARTY DATA

| | |
|-------------------|--------------------------------------|
| Name: | Oblio Telecom L.L.P. |
| Street Address: | 407 International Parkway |
| Internal Address: | Suite 403 |
| City: | Richardson |
| State/Country: | TEXAS |
| Postal Code: | 75081 |
| Entity Type: | Limited Liability Partnership: TEXAS |

PROPERTY NUMBERS Total: 10

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------|
| Registration Number: | 2254375 | TCC |
| Registration Number: | 2360748 | TELERUMBA |
| Registration Number: | 2604355 | PICANTE |
| Registration Number: | 2634845 | IDA Y VUELTA |
| Registration Number: | 2710727 | OBLIO TELECOM |
| Registration Number: | 2728573 | YADA YADA YADA! |
| Registration Number: | 2768827 | EZ-CELL |
| Registration Number: | 2797180 | SMART ASIA |
| Registration Number: | 2804414 | REAL TIME |
| Registration Number: | 2901387 | MY PINLESS |

CORRESPONDENCE DATA

CH \$265.00 2254375

Fax Number: (972)238-3305
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 972-744-2955
Email: swiley@jw.com
Correspondent Name: Sara K. Wiley
Address Line 1: 2435 N. Central Expressway
Address Line 2: Suite 600
Address Line 4: Richardson, TEXAS 75080

| | |
|--------------------|-----------------|
| NAME OF SUBMITTER: | Sara K. Wiley |
| Signature: | /Sara K. Wiley/ |
| Date: | 08/11/2005 |

Total Attachments: 7
source=Merger-OblioTelecom#page1.tif
source=Merger-OblioTelecom#page2.tif
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source=Merger-OblioTelecom#page7.tif

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Geoffrey S. Connor
Secretary of State

Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached articles of merger of

OBLIO TELECOM, INC.
Domestic Business Corporation
[Filing Number: 142323900]

Into

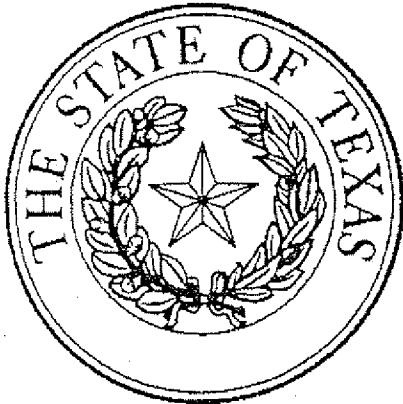
Oblio Telecom L.L.P.
Domestic General Partnership
TX, USA
[Entity not of Record, Filing Number Not Available]

have been filed in this office as of the date of this certificate.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate of merger.

Dated: 12/31/2003

Effective: 12/31/2003 12:09 A.M.



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor
Secretary of State

PHONE (512) 463-5555
Prepared by: Cantrell

Come visit us on the internet at <http://www.sos.state.tx.us/>
FAX (512) 463-5709

TTY 7-1-1

TRADEMARK
REEL: 003139 FRAME: 0265

ARTICLES AND CERTIFICATE OF MERGER
OF
OBLIO TELECOM, INC.
with and into
OBLIO TELECOM L.L.P.

DEC 31 2003

Corporations Section

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act and Section 9.02 of the Texas Revised Partnership Act, the undersigned corporation and limited liability partnership hereby adopt the following Articles and Certificate of Merger for the purpose of merging Oblio Telecom, Inc. with and into Oblio Telecom L.L.P. in accordance with the provisions of the Texas Business Corporation Act and the Texas Revised Partnership Act.

ARTICLE 1

The name of each of the undersigned entities that are a party to the Plan of Merger, the type of such entity and the laws under which such entities are organized are:

| <u>Name</u> | <u>Type of Entity</u> | <u>State</u> |
|----------------------|-------------------------------|--------------|
| Oblio Telecom, Inc. | Corporation | Texas |
| Oblio Telecom L.L.P. | Limited Liability Partnership | Texas |

ARTICLE 2

A Plan of Merger was approved and adopted in accordance with the provisions of Article 5.03 of the Texas Business Corporation Act and Section 2.11 of the Texas Revised Limited Partnership Act providing for the merger of Oblio Telecom, Inc. and Oblio Telecom L.L.P. and resulting in Oblio Telecom L.L.P., a limited liability partnership, being the sole surviving entity.

ARTICLE 3

An executed copy of the Plan of Merger is on file at the principal place of business of Oblio Telecom L.L.P., 407 International Parkway, Suite 403, Richardson, Texas 75081.

ARTICLE 4

A copy of the Plan of Merger has been furnished by Oblio Telecom L.L.P. to each of the two shareholders of Oblio Telecom, Inc. and to each of the two partners of Oblio Telecom L.L.P. in compliance with the laws of the State of Texas and with the constituent documents of the parties thereto, including the provisions of the partnership agreement of Oblio Telecom L.L.P., regarding furnishing partners copies of the Plan of Merger and notices regarding the merger.

Articles and Certificate of Merger
of Oblio Telecom, Inc.,
with and into Oblio Telecom L.L.P.

ARTICLE 5

As to the undersigned corporation, Oblio Telecom, Inc., the approval of whose shareholders is required, the number of outstanding shares of each class or series of stock of such corporation entitled to vote, with other shares or as a class, on the Plan of Merger are as follows:

| <u>Name</u> | <u>Number of Shares Outstanding</u> | <u>Class</u> | <u>Number of Shares Entitled to Vote</u> |
|---------------------|-------------------------------------|--------------|--|
| Oblio Telecom, Inc. | 1,000 | Common | 1,000 |

ARTICLE 6

As to Oblio Telecom, Inc., the approval of whose shareholders is required, the number of shares voted for and against the Plan of Merger, respectively, and, if the shares of any class or series are entitled to vote as a class, the number of shares of each such class or series voted for and against the Plan of Merger, are as follows:

| <u>Name of Corporation</u> | <u>Total Voted For</u> | <u>Total Voted Against</u> | <u>Class or Series</u> | <u>Number of Shares Entitled to Vote as Class or Series</u> | <u>Voted For</u> | <u>Voted Against</u> |
|----------------------------|------------------------|----------------------------|------------------------|---|------------------|----------------------|
| Oblio Telecom, Inc. | 1,000 | 0 | Common | N/A | N/A | N/A |

ARTICLE 7

The Plan of Merger and the performance of its terms were duly authorized by all action required by the laws of the State of Texas and by the constituent documents of each of the parties thereto.

ARTICLE 8

Oblio Telecom L.L.P. will be responsible for the payment of all fees and franchise taxes and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

ARTICLE 9

The merger will become effective on December 31, 2003, at 12:09 A.M. Central Standard Time in accordance with the provisions of Article 10.03 of the Texas Business Corporation Act and Section 9.02 of the Texas Revised Partnership Act.

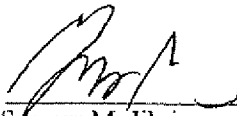
[Signatures on Following Page]

Articles and Certificate of Merger
of Oblio Telecom, Inc.,
with and into Oblio Telecom L.L.P.

2

Dated: December 26, 2003

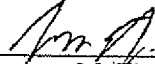
OBLIO TELECOM, INC.

By: 

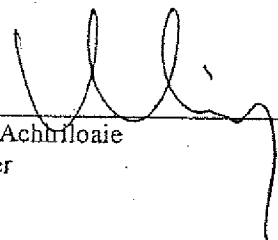
Sammy M. Jibrin
An Authorized Officer

OBLIO TELECOM L.L.P.

By its Partners:



Sammy M. Jibrin
Partner



Radu Achiriloaie
Partner

EXHIBIT A

**PLAN OF MERGER
OF
OBLIO TELECOM, INC.
with and into
OBLIO TELECOM L.L.P.**

Pursuant to the provisions of Article 5.01B of the Texas Business Corporation Act and Section 9.02 of the Texas Revised Partnership Act, the undersigned corporation and limited liability partnership hereby adopt the following Plan of Merger for the purpose of merging Oblio Telecom, Inc. with and into Oblio Telecom L.L.P. (the "Merger") in accordance with the provisions of the Texas Business Corporation Act and the Texas Revised Partnership Act.

ARTICLE 1

The names and states of domicile of the entities that are parties to the merger are:

Oblio Telecom, Inc., a Texas corporation; and

Oblio Telecom L.L.P., a Texas limited liability partnership.

ARTICLE 2

The name of the limited liability partnership that shall survive the merger is Oblio Telecom L.L.P.

ARTICLE 3

No new entity is to be created by the terms of this Plan of Merger.

ARTICLE 4

The terms and conditions of the merger are as follows:

All liabilities, obligations, assets, real and personal property of Oblio Telecom, Inc. shall be allocated pursuant to the merger to, and vested in, Oblio Telecom L.L.P. Oblio Telecom L.L.P. shall be obligated for the payment of the fair value of any shares held by a shareholder of Oblio Telecom, Inc. who has complied with the requirements of Article 5.12 of the Texas Business Corporation Act for the recovery of the fair value of his shares.

ARTICLE 5

The manner and basis for converting the ownership interests in the entities that are parties to the merger are as follows:

Each of the partners of Oblio Telecom L.L.P. has contributed all of the shares of Oblio Telecom, Inc. held by such partner to Oblio Telecom L.L.P. in exchange for a percentage interest in Oblio Telecom L.L.P. equivalent to the percentage of common stock held by each such partner in relation to the total outstanding common stock of Oblio Telecom, Inc. prior to the contribution.

Effective as of the Effective Time, each share of common stock of Oblio Telecom, Inc. outstanding immediately prior to the Effective Time and all rights in respect thereof shall, without any action on the part of the holder thereof, be automatically cancelled.

ARTICLE 6

The Application for Registered Limited Liability Partnership of Oblio Telecom L.L.P. in effect at the Effective Time shall continue as the Application for Registered Limited Liability Partnership of Oblio Telecom L.L.P., a copy of which is attached hereto as Exhibit A.

ARTICLE 7

Oblio Telecom L.L.P. will be responsible for the payment of all applicable fees and franchise taxes, if any, required by law to be paid by Oblio Telecom, Inc. and Oblio Telecom L.L.P.

ARTICLE 8

The merger shall be effective at 12:09 A.M. Central Standard Time on December 31, 2003 (the "Effective Time").

