

FORM PTO-1595

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE

1/31/92

TRADEMARKS ONLY

Patent and Trademark Office

To the Director of Patents and Trademarks: Please Record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Z-Tel Technologies, Inc.

Entity: Delaware Corporation

Additional name(s) of conveying party(ies) attached?

Yes  No

2. Name and address of receiving party(ies):

Name: Trinsic, Inc.

Internal Address: 601 South Harbor Island Blvd.

Tampa, FL 33602

3. Nature of conveyance:

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

Execution Date January 3, 2005

Entity: Delaware Corporation

Additional Name(s) & Address(es) attached  Yes  No

4. Application or registration number(s):

A. Trademark Application No.(s)  
78/312,677

B. Trademark Registration No. (s)

Additional numbers attached?  Yes  No

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

Please send the recorded assignment back by fax to 312-258-5600 to the attention of:

SCHIFF HARDIN LLP  
**Chris Bollinger, Attorney**  
 P.O. Box 06079  
 Chicago, IL 60606-0079  
 Telephone: (312) 258-5500  
**Customer Number: 32415-0008**

6. Total number of trademarks involved

1

7. Total Fee (37 CFR 3.41

**\$40.00**

Authorization is given to charge the deposit account for the above fee and any additional fees required or to credit any overpayment.

8. Deposit Account Number:

19-0409

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Chris Bollinger

Name of Person Signing



signature

11/11/05

Date

Total number of pages including cover sheet and attached documents 7:

Mail documents to be recorded and required cover sheet information to:

By Fax: 703/306-5995  
 Commissioner of Patents and Trademarks  
 Box Assignments  
 Washington, D.C. 20231

CH \$40.00 190409 78312677

Jul-28-2005 04:34pm From-

T-195 P.002/003 F-126

# Delaware

PAGE 1

*The First State*

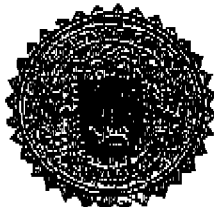
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "Z-TEL TECHNOLOGIES, INC.", CHANGING ITS NAME FROM "Z-TEL TECHNOLOGIES, INC." TO "TRINSIC, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2004, AT 11:23 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRD DAY OF JANUARY, A.D. 2005, AT 5 O'CLOCK P.M.

2873445 8100

040943873



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3580742

DATE: 12-28-04

TRADEMARK  
REEL: 003227 FRAME: 0016

Jul-28-2005 04:34pm From

T-185 P.003/009 F-126

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:29 AM 12/28/2004  
FILED 11:23 AM 12/28/2004  
SRV 040943873 - 2873445 FILE

**CERTIFICATE OF AMENDMENT  
TO THE AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
Z-TEL TECHNOLOGIES, INC.**

Z-TEL TECHNOLOGIES, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies as follows:

**FIRST:** The name of the Corporation is Z-TEL TECHNOLOGIES, INC. (the "Corporation").

**SECOND:** Article I of the Corporation's current Restated Certificate of Incorporation, as amended (the "Certificate of Incorporation"), is hereby amended in its entirety so it reads:

**"ARTICLE I  
Name**

The name of the corporation is Trinsic, Inc."

**THIRD:** All other references to "Z-Tel Technologies, Inc." in the Certificate of Incorporation shall be amended to be references to "Trinsic, Inc."

**FOURTH:** This Certificate of Amendment of the Corporation's Amended and Restated Certificate of Incorporation has been duly adopted by the Board of Directors and Stockholders of the Corporation in accordance with the provisions of Section 242 of the DGCL.

**FIFTH:** This Certificate of Amendment shall be effective at 5:00 p.m. Eastern Standard Time on January 3, 2005.

IN WITNESS WHEREOF, Z-TEL TECHNOLOGIES, INC., has caused this certificate to be duly executed in its corporate name on this 27<sup>TH</sup> day of December, 2004.

Z-TEL TECHNOLOGIES, INC.

By:   
Name: Victoria Neil  
Title: Assistant Secretary

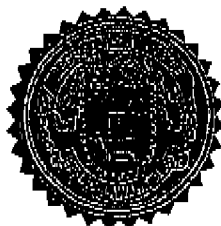
# Delaware

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 RESTATED CERTIFICATE OF "Z-TEL COMMUNICATIONS, INC.", CHANGING ITS NAME FROM "Z-TEL COMMUNICATIONS, INC." TO "TRINSIC COMMUNICATIONS, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF NOVEMBER, A.D. 2004, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2846991 8100

040843756

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3500950

DATE: 11-24-04

TRADEMARK

REEL: 003227 FRAME: 0018

FROM CORPORATION TRUST WILX TEAM #2

(WED) 11. 24 ' 04 12:38/ST. 12:38/NO. 4863/96672 F 2

**RESTATED CERTIFICATE OF INCORPORATION**

OF

**Z-TEL COMMUNICATIONS, INC.**

Z-Tel Communications, Inc., a corporation existing under the laws of the State of Delaware (the "Corporation"), does hereby certify as follows:

The present name of the Corporation is *Z-Tel Communications, Inc.* This Restated Certificate of Incorporation not only restates and integrates the provisions of the Corporation's Certificate of Incorporation as heretofore amended and supplemented, but also effects an amendment to the Certificate by changing the name of the Corporation to *Trinsic Communications, Inc.* The Corporation was originally incorporated under the name Olympus Telecommunications Group, Inc. The original Certificate of Incorporation was filed with the Delaware Secretary of State on January 15, 1998.

ARTICLE 1. The name of the Corporation is *Trinsic Communications, Inc.*

ARTICLE 2. The name of the registered agent is *The Corporation Trust Company* whose address in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle.

ARTICLE 3. The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE 4. The total number of shares of stock which the Corporation shall have authority to issue is One Thousand (1,000) and the par value of each of such shares is Zero Dollars and One Cent (\$0.01).

ARTICLE 5. The board of directors is authorized to make, alter or repeal the bylaws of the Corporation. Election of directors need not be by written ballot.

ARTICLE 6. A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived an improper personal benefit.

ARTICLE 7. The Corporation shall indemnify its officers, directors, employees and agents to the fullest extent permitted by the General Corporation Law of Delaware.

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:59 PM 11/22/2004  
FILED 11:59 PM 11/22/2004  
SRV 040843756 - 2846991 FILE

TRADEMARK

REEL: 003227 FRAME: 0019

FROM CORPORATION TRUST WILL TEAM #2

(WED) 11. 24 ' 04 10:16/ST. 10:16/NO. 4863796648 P 3

This Restated Certificate of Incorporation was duly adopted in accordance with Sections 242 and 245 of the General Corporation Law of the State of Delaware.

This Restated Certificate of Incorporation shall be effective on November 22, 2004.

IN WITNESS WHEREOF, Z-Tel Communications, Inc. has caused this Certificate to be signed by its assistant secretary as of the date set forth below.

Date: November 22, 2004

Z-TEL COMMUNICATIONS, INC.

By:

*Victoria Neil*

Victoria Neil, Assistant Secretary

Jul-28-2005 04:34pm From-

T-195 P.001/003 F-126



**TRINSIC, INC.**

Articles of Incorporation, as amended, and  
Certificates of Designations, as amended

---

TAB # 26

Amended and Restated Certificate of Incorporation of Z-Tel Technologies, Inc. filed with the Delaware Secretary of State on December 28, 2004 EFFECTIVE at 5:00 p.m. January 3, 2005  
- changing the name of the Corporation to Trinsic, Inc.