| Form PTO-1594 (Rev. 07/05) OMB Collection 0651-0027 (exp. 6/30/2008) | U.S. DEPARTMENT OF COMMERC United States Patent and Trademark Office |
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| 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. | |
| Name of conveying party(les): Allegiance CPE, Inc. | 2. Name and address of receiving party(ies) Additional names, addresses, or citizenship attached? ✓ No |
| Individual(s) | General Partnership Cltizenship Limited Partnership Citizenship Corporation Citizenship Delaware/United States 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) |
| C. Identification or Description of Trademark(s) (and Filing | 1,312,175 Additional sheet(s) attached? Yes No Date if Application or Registration Number is unknown): |
| Name & address of party to whom correspondence concerning document should be mailed: Name: <u>David W. Carstens</u> | 6. Total number of applications and registrations involved: |
| Internal Address: | 7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ |
| Street Address: P.O. Box 802334 | Authorized to be charged by credit card Authorized to be charged to deposit account Enclosed |
| City: <u>Dallas</u> | 8. Payment Information: |
| State: Texas Zip: 75380 Phone Number: 972.367.2001 | a. Credit Card Last 4 Numbers Expiration Date b. Deposit Account Number 50-0392 |
| Fax Number: 972.367.2002 Email Address: carstens@cclaw.com | Authorized User Name David W. Carstens |
| 9. Signature: Signature | March 9, 2006 ——————————————————————————————————— |
| David W. Carstens Name of Person Signing | Total number of pages including cover sheet, attachments, and document: 5 |

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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The First State

I, HARRIET SMITE WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREEY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COFY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ALLEGIANCE CPE, INC.", A DELAWARE CORPORATION,

WITH AND INTO "SHARED TECHNOLOGIES ALLEGIANCE, INC." UNDER THE NAME OF "SHARED TECHNOLOGIES ALLEGIANCE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF NOVEMBER, A.D. 2002, AT 12 O'CLOCK P.M.

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



Warriet Smith Mindson, Secretary of Scare

AUTHENTICATION: 2116654

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VITECTANCE

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DEVISION OF CORPORATIONS FIRED 12:00 PM 11/27/2002 020733390 - 3537091

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

ALLEGIANCE CHE, INC.

OTAI CAA HTIW

SHARED TECHNOLOGIES ALLEGIANCE, INC.

Shared Technologies Allegiance, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), DOES HERESY CERTIFY:

FIRST: That this Corporation was incorporated on the 14th day of June, 2002, pursuant to the Delaware General Corporation Law.

SECOND: That this Corporation owns all of the outstanding shares (of each class) of the stock of Allegiance CPE, Inc., a corporation incorporated on the 14th day of June, 2002 pursuant to the Delaware General Corporation Law.

THIRD: That this Corporation, by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members on the 27th day of November 2002, determined to and did merge Allegiance CPE, Inc. into the lit-

> RESOLVED, that Allegiance CPE, inc. be merged with and into the Corporation: and

FURTHER RESOLVED, that the merger shall be effective upon the date of filing with the Secretary of State of Delaware: and

FURTHER RESOLVED, that any vice president of this Corporation be and he of she is hereby directed to make and execute a Certificate of Ownership and Margar setting forth a copy of the resolutions to marge said Allegiance CPE, inc. and assume its liabilities and obligations, and to cause the same to be filed with the applicable Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said memer.

FIFTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be emended or torminated and abandoned by the Board of Directors of the Corporation at any time prior to the time that this merger filed with the Secretary of State becomes effective.

CERTIFICATE OF CHARTSHEP AND MERGER AND

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CL CORP.

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IN WITNESS WHEREOF, said Corporation has caused this Certificate to be signed by Annie S. Teny, its Vice President and Assistant General Counsel this <u>27</u> day of <u>November</u> 2002.

Shared Technologies Allegiance, Inc.

Annie S. Teny, its Vice/President and Assistant General Coursel

CERTIFICATE OF OWNERSHIP AND MERCER JOSE

TOTAL P.03

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