

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion and Change of Name		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vonage Marketing Inc.		12/30/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Vonage Marketing LLC		
Street Address:	23 Main Street		
City:	Holmdel		
State/Country:	NEW JERSEY		
Postal Code:	07733		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2614773	VONAGE	
CORRESPONDENCE DATA			
Fax Number:	(212)692-1020		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	gpgulia@duanemorris.com		
Correspondent Name:	Gregory P. Gulia/Duane Morris LLP		
Address Line 1:	1540 Broadway		
Address Line 4:	New York, NEW YORK 10036-4086		
ATTORNEY DOCKET NUMBER:	Y2108-00080		
NAME OF SUBMITTER:	Gregory P. Gulia		
Signature:	/Gregory P. Gulia/		
Date:	02/04/2009		

CH \$40.00 2614773

Total Attachments: 4

900126223

**TRADEMARK
 REEL: 003929 FRAME: 0538**

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Delaware

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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 "VONAGE MARKETING INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "VONAGE MARKETING INC." TO "VONAGE MARKETING LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2008, AT 4:53 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF JANUARY, A.D. 2009, AT 12:01 O'CLOCK A.M.

3942491 8100V

081240653

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7054172

DATE: 12-30-08

TRADEMARK
REEL: 003929 FRAME: 0540

STATE OF DELAWARE
CERTIFICATE OF CONVERSION FROM A
CORPORATION TO A LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 18-214 OF THE DELAWARE
LIMITED LIABILITY COMPANY ACT

The undersigned, John S. Rego, an Authorized Officer, does hereby certify as follows:

FIRST: The name of the corporation immediately prior to filing this Certificate of Conversion to Limited Liability Company is Vonage Marketing Inc.;

SECOND: The date the Certificate of Incorporation was originally filed in the State of Delaware was March 18, 2005;

THIRD: The name of the limited liability company as set forth in its Certificate of Formation is Vonage Marketing LLC;

FOURTH: The conversion has been approved in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act;

FIFTH: The conversion shall become effective at 12:01 a.m. on January 1, 2009.

IN WITNESS WHEREOF, I hereby execute this Certificate on December 30, 2008.


Name: John S. Rego
Title: Treasurer

Delaware

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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 CERTIFICATE OF FORMATION OF "VONAGE MARKETING LLC" FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2008, AT 4:53 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE FIRST DAY OF JANUARY, A.D. 2009, AT 12:01 O'CLOCK A.M.

3942491 8100V

081240653

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7054172

DATE: 12-30-08

TRADEMARK
REEL: 003929 FRAME: 0542

CERTIFICATE OF FORMATION
OF
VONAGE MARKETING LLC

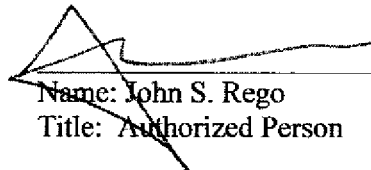
The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware, hereby certifies that:

FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is: **Vonage Marketing LLC**

SECOND: The address of the registered office and the name and the address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are: The Corporation Trust Company, 1209 Orange Street, City of Wilmington 19801, County of New Castle, State of Delaware.

THIRD: This formation shall become effective at 12:01 a.m. on January 1, 2009.

Executed on December 30, 2008.


Name: John S. Rego
Title: Authorized Person