

**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.

1. Name of conveying party(ies):

Lucent Technologies Inc.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No**3. Nature of conveyance /Execution Date(s) :**Execution Date(s) October 17, 2008

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)Additional names, addresses, or citizenship attached? Yes NoName: Alcatel-Lucent USA Inc.Internal
Address: _____Street Address: 600 Mountain AvenueCity: Murray HillState: New JerseyCountry: USA Zip: 07974

- Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Delaware
 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)**4. Application number(s) or registration number(s) and Identification or description of the Trademark.**

A. Trademark Application No.(s)

78753025

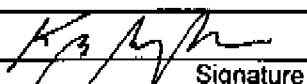
B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

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

5. Name & address of party to whom correspondence concerning document should be mailed:Name: K. Bradford Adolphson~~XXXXXX~~ Address: Ware, Fressola, Van der
Sluys & Adolphson LLPStreet Address: 755 Main Street, PO Box 224City: MonroeState: CT Zip: 06468Phone Number: 203-261-1234Fax Number: 203-261-5676Email Address: kba@wfva.net**6. Total number of applications and registrations involved:**1**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00**

- Authorized to be charged to deposit account
 Enclosed

8. Payment Information:Deposit Account Number 23-0442Authorized User Name Kenneth B. Adolphson**9. Signature:**

Signature

3/13/2009
DateK. Bradford Adolphson, Reg. No. 30,927Total number of pages including cover sheet, attachments, and document: 3Docket #957.213 Name of Person SigningDocuments 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

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 MERGER, WHICH MERGES:

"ALCATEL USA MARKETING, INC.", A DELAWARE CORPORATION,

"ALCATEL USA SOURCING, INC.", A DELAWARE CORPORATION,

WITH AND INTO "LUCENT TECHNOLOGIES INC." UNDER THE NAME OF "ALCATEL-LUCENT USA 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 OCTOBER, A.D. 2008, AT 1:41 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF NOVEMBER, A.D. 2008, AT 12:01 O'CLOCK A.M.

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

2565838 8100M

081068369

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6935289

DATE: 10-28-08

TRADEMARK

REEL: 003952 FRAME: 0424

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 01:41 PM 10/27/2008
 FILED 01:41 PM 10/27/2008
 SRV 061068369 - 2565838 FILE

CERTIFICATE OF MERGER
 MERGING
 ALCATEL USA MARKETING, INC.
 AND
 ALCATEL USA SOURCING, INC.
 INTO
 LUCENT TECHNOLOGIES INC.

Lucent Technologies Inc., a corporation organized under the laws of the State of Delaware (the "Surviving Corporation"), pursuant to Section 251 of the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies as follows:

1. The name and state of incorporation of each of the constituent corporations are as follows:

Name	State of Incorporation
Alcatel USA Marketing, Inc.	Delaware
Alcatel USA Sourcing, Inc.	Delaware
Lucent Technologies Inc.	Delaware

2. An Agreement of Merger, dated as of October 17, 2008 (the "Agreement of Merger"), among the constituent corporations, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 and all other applicable provisions of the DGCL.

3. The name of the Surviving Corporation is Lucent Technologies Inc.

4. The certificate of incorporation of Lucent Technologies Inc. shall be the certificate of incorporation of the Surviving Corporation; provided, however, that Article FIRST of the certificate of incorporation of Lucent Technologies Inc. is hereby amended to read in its entirety as follows:

"FIRST: The name of the Corporation is Alcatel-Lucent USA Inc. (hereinafter the "Corporation")."

5. The executed Agreement of Merger is on file at the principal place of business of the Surviving Corporation, the address of which is as follows:

600-700 Mountain Avenue
 Murray Hill, New Jersey 07974

6. A copy of the Agreement of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

This Certificate of Merger shall become effective at 12:01 a.m. (Eastern Daylight Time) on November 1, 2008.

IN WITNESS WHEREOF, this Certificate of Merger has been executed by the Surviving Corporation as of October 17, 2008.

LUCENT TECHNOLOGIES INC.

By:


 Scott E. Wolfe, Secretary