

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Computer Pro, Inc.		08/01/2009	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	CP Telecom Inc.		
Street Address:	221 East Hickory Street		
City:	Mankato		
State/Country:	MINNESOTA		
Postal Code:	56001		
Entity Type:	CORPORATION: MINNESOTA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2408295	CP TELECOM	
Registration Number:	3037254	FREEDOM T1	
CORRESPONDENCE DATA			
Fax Number:	(612)335-1657		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	6123351448		
Email:	eric.paulsrud@leonard.com		
Correspondent Name:	Eric Paulsrud		
Address Line 1:	150 South 5th Street		
Address Line 2:	Suite 2300		
Address Line 4:	Minneapolis, MINNESOTA 55402		
ATTORNEY DOCKET NUMBER:	65447.00001		
NAME OF SUBMITTER:	Eric D. Paulsrud		
Signature:	/Eric D. Paulsrud/		

OP \$65.00 2408295

Date:

02/19/2010

Total Attachments: 5

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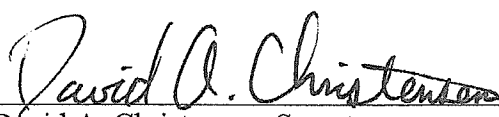
DC - CN, RA, RD

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
COMPUTER PRO INC.

I, David A. Christensen, as Secretary of Computer Pro Inc., a Minnesota corporation (the "Corporation"), do hereby certify that, by written resolutions in lieu of a special meeting of the Board of Directors and Shareholder of said Corporation effective as of August 1, 2009, the following was adopted by the Shareholder of the Corporation pursuant to Minn. Stat. Chapter 302A:

1. the Amended and Restated Articles of Incorporation attached hereto as Exhibit A were approved and adopted, and shall supersede and take the place of the existing Articles of Incorporation of the Corporation.

IN WITNESS WHEREOF, this document has been executed to be effective as of the 1st day of August, 2009.



David A. Christensen, Secretary

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
COMPUTER PRO INC.**

I, David A. Christensen, the Secretary of Computer Pro Inc., a Minnesota corporation (the “**Corporation**”), do hereby certify that by written resolutions in lieu of a special meeting of the shareholder and directors of the Corporation effective as of August 1, 2009, the shareholder and directors of the Corporation did amend and completely restate the Corporation’s Articles of Incorporation pursuant to Minnesota Statutes, Chapter 302A, and the Corporation’s Bylaws as follows:

**“ARTICLE I
NAME**

The name of this corporation is **CP Telecom Inc.**

**ARTICLE II
REGISTERED OFFICE**

The address of the registered office of the Corporation is 221 East Hickory Street, Mankato, Minnesota 56001.

**ARTICLE III
PURPOSE AND POWERS**

3.1 Purpose. The Corporation may engage in any lawful business or activity for which corporations may be incorporated pursuant to the laws of the State of Minnesota.

3.2 Powers. The Corporation may exercise all of the rights, powers and privileges now or hereafter conferred upon corporations organized under the laws of the State of Minnesota. The Corporation may do everything necessary, suitable or proper for the accomplishment of any of its corporate purposes.

**ARTICLE IV
AUTHORIZED CAPITAL**

4.1 General. The aggregate number of shares that the Corporation has authority to issue is Three Million (3,000,000), divided into Eight Hundred Fifty Thousand (850,000) shares of Class A Common Stock and Two Million One Hundred Fifty Thousand (2,150,000) shares of Class B Common Stock. Each share of Class A and Class B Common Stock shall have no par value.

4.2 Rights of Shares.

(a) Voting Powers. Except as otherwise required by the Minnesota Business Corporation Act, the holders of the Class A Common Stock shall possess all voting powers for all purposes, including by way of illustration and not of limitation the election of directors. Except as otherwise required by law, the holders of the Class B Common Stock shall have no voting power whatsoever, and no holder of Class B Common Stock shall vote on or otherwise participate in any proceedings in which actions shall be

taken by the Corporation or the shareholders thereof or be entitled to notification as to any meeting of the Board of Directors or the shareholders. Each shareholder of record shall have one vote for each share of Class A Common Stock standing in his name on the books of the Corporation and entitled to vote.

(b) Liquidation and Other Rights. All shares of Class A Common Stock and Class B Common Stock together shall be entitled to receive the net assets of the Corporation upon dissolution. Except as provided in Section 4.02(a) concerning voting powers, the Class A Common Stock and the Class B Common Stock shall be identical in all respects.

4.3 Authority to Establish Other Classes. The Board of Directors shall have authority to establish more than one class or series of shares of the Corporation, and the different classes and series shall have such relative rights and preferences, with such designations, as the Board of Directors may by resolution provide.

ARTICLE V NO PREEMPTIVE RIGHTS

Except as may be otherwise provided by the Board of Directors in a resolution establishing a class or series of the shares of the Corporation, shareholders shall have no preemptive rights.

ARTICLE VI NO CUMULATIVE VOTING

Cumulative voting shall not be permitted in the election of directors or otherwise.

ARTICLE VII BOARD ACTION WITHOUT A MEETING

Any action required or permitted to be taken at a meeting of the Board of Directors, if such action need not be approved by the shareholders, may be taken by written action signed by the number of directors that would be required to take the same action at a meeting of the Board of Directors at which all directors were present.

ARTICLE VIII LIMITATION ON DIRECTOR LIABILITY

8.1 General. A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director. The foregoing shall not be deemed to eliminate or limit the liability of a director: (i) for any breach of the director's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 302A.559 or 80A.76 of Minnesota Statutes, (iv) for any transaction from which the director derived any improper personal benefit, or (v) for any act or omission occurring prior to the effective date of this Article.

8.2 Modification. If the Minnesota Business Corporation Act is hereafter amended to eliminate or limit further the liability of a director, then, in addition to the elimination and limitation of liability provided by the preceding provisions of this Article, the liability of each director shall be eliminated or limited to the fullest extent permitted by the Minnesota Business Corporation Act as amended. Any repeal

or modification of this Article, by the shareholders of the Corporation or otherwise, shall not adversely affect any right or protection of a director of the Corporation under this Article, as in effect immediately prior to such repeal of modification.

**ARTICLE IX
SHAREHOLDER ACTION WITHOUT A MEETING**

An action required or permitted to be taken at a meeting of the shareholders may be taken without a meeting by written action signed, or consented to by authenticated electronic communication, by shareholders having voting power equal to the voting power that would be required to take the same action at a meeting of the shareholders at which all shareholders were present.


**ARTICLE X
DISSENTER'S RIGHTS**

Pursuant to Minnesota Statutes, Section 302A.471, Subd. 1(a), a shareholder of this corporation shall not have the right to dissent from, and obtain payment for the fair value of the shareholder's shares in the event of, an amendment of the Articles of Incorporation that materially and adversely affects the rights or preferences of the shares of the shareholder."

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been executed to be effective as of the 1st day of August, 2009.



David A. Christensen, Secretary

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED 
AUG 03 2009


Secretary of State

Business Services
60 Empire Drive, Suite 100
Saint Paul, MN 55103



Mark Ritchie
Secretary of State

Office of the Secretary of State
Packing Slip

August 3, 2009

LEONARD STREET AND DEINARD
MICHAEL P JACOBS
3 CIVIC CENTER PLAZA
STE 400; PO BOX 967
MANKATO, MN 56002

Page 1 of 1

Client Account Number: 71524645
Batch Number: 3435909

Document Number	Document Detail	Filing Number	Fee
34359090002	DC Amendment (COMPUTER PRO INC)		35.00
34359090003	DC Consent to Use of Name (HICKORYTECH)		35.00
34359090004	AN New Registration (HICKORYTECH)		25.00
Total Fees			<u>\$95.00</u>

<u>Payment Type Received</u>	<u>Payment Reference Number</u>	<u>Amount Paid</u>
Check	10942	95.00
Total Payments Received		<u>\$95.00</u>

Any overage amount on account with our agency will be refunded after 60 days if not used.



Visit our online services web page to discover timesaving, electronic methods of doing business! www.online.sos.state.mn.us

(651) 296-2803

RECORDED: 02/19/2010

TRADEMARK
REEL: 004152 FRAME: 0251