

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT			
NATURE OF CONVEYANCE:	MERGER			
EFFECTIVE DATE:	12/21/2010			
CONVEYING PARTY DATA				
	Name	Formerly	Execution Date	Entity Type
	Speakeasy Broadband Services, LLC		12/21/2010	LIMITED LIABILITY COMPANY: NEVADA
RECEIVING PARTY DATA				
Name:	Covad Communications Company			
Street Address:	2220 O'TOOLE AVENUE			
City:	San Jose			
State/Country:	CALIFORNIA			
Postal Code:	95131			
Entity Type:	CORPORATION: CALIFORNIA			
PROPERTY NUMBERS Total: 4				
	Property Type	Number	Word Mark	
	Registration Number:	3031837	BROADBAND FOR OPEN MINDS	
	Registration Number:	3323238	EASYVOICE	
	Registration Number:	2786907	SPEAKEASY	
	Registration Number:	2676297	SPEAKEASY	
CORRESPONDENCE DATA				
Fax Number:	(617)951-8736			
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	6179518000			
Email:	jennifer.kagan@bingham.com			
Correspondent Name:	Jennifer Kagan			
Address Line 1:	One Federal Street			
Address Line 2:	Bingham McCutchen LLP			
Address Line 4:	Boston, MASSACHUSETTS 02110			

OP \$115.00 3031837

TRADEMARK

ATTORNEY DOCKET NUMBER:	3321389/0000360022
NAME OF SUBMITTER:	Jennifer Kagan
Signature:	/jenniferkagan/
Date:	04/12/2012
Total Attachments: 6 source=CA Merger#page1.tif source=CA Merger#page2.tif source=CA Merger#page3.tif source=CA Merger#page4.tif source=CA Merger#page5.tif source=CA Merger#page6.tif	



**State of California  
Secretary of State**

**OBE MERG**

**Certificate of Merger**

(California Corporations Code sections 1113(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 15915(b) and 17552)

**IMPORTANT — Read all instructions before completing this form.**

This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY COVAD COMMUNICATIONS COMPANY	2. TYPE OF ENTITY CORPORATION	3. CA SECRETARY OF STATE FILE NUMBER C1990925	4. JURISDICTION CALIFORNIA												
5. NAME OF DISAPPEARING ENTITY SPEAKEASY BROADBAND SERVICES, LLC	6. TYPE OF ENTITY LIMITED LIABILITY COMPANY	7. CA SECRETARY OF STATE FILE NUMBER 200822610321	8. JURISDICTION NEVADA												
9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NECESSARY.															
<p align="center"><b>SURVIVING ENTITY</b></p> <table border="1"> <thead> <tr> <th>CLASS AND NUMBER</th> <th>AND</th> <th>PERCENTAGE VOTE REQUIRED</th> </tr> </thead> <tbody> <tr> <td>COMMON 3,548</td> <td></td> <td>51%</td> </tr> </tbody> </table>		CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	COMMON 3,548		51%	<p align="center"><b>DISAPPEARING ENTITY</b></p> <table border="1"> <thead> <tr> <th>CLASS AND NUMBER</th> <th>AND</th> <th>PERCENTAGE VOTE REQUIRED</th> </tr> </thead> <tbody> <tr> <td>100% MEMBERSHIP INTEREST</td> <td></td> <td>51%</td> </tr> </tbody> </table>		CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	100% MEMBERSHIP INTEREST		51%
CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED													
COMMON 3,548		51%													
CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED													
100% MEMBERSHIP INTEREST		51%													

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.

No vote of the shareholders of the parent party was required.  The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.

N/A

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.

PRINCIPAL ADDRESS OF SURVIVING ENTITY CITY AND STATE ZIP CODE

N/A

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.

N/A

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER.

SECTION 92A.200 OF THE NEVADA REVISED STATUTES

15. FUTURE EFFECTIVE DATE, IF ANY

(Month) (Day) (Year)

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

	12/21/10	Paul Milley, Executive Vice President
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
	12/21/10	Doug Carlen, Secretary
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
	12/21/10	Doug Carlen, Manager
SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: \_\_\_\_\_



12  
I hereby certify that the foregoing  
is a full, true and correct copy of the  
original record in the custody of the  
California Secretary of State's office

OCT 22 2010

Date: \_\_\_\_\_

DEBRA BOWEN, Secretary of State

TRADEMARK

REEL: 004756 FRAME: 0759

DEC 21 2010

AGREEMENT OF MERGER

THIS AGREEMENT OF MERGER (this "Agreement") is entered into as of December 21, 2010 by and among Covad Communications Company, a California corporation ("Covad"), Laser Link.net, Inc., a Delaware corporation ("Laser Link"), and Speakeasy Broadband Services, LLC, a Nevada limited liability company ("Speakeasy").

RECITALS

WHEREAS, Covad Communications Group, Inc., a Delaware corporation ("CCGI"), is the sole stockholder of each of Covad and Laser Link and is the sole member of Speakeasy, and CCGI and each of the parties hereto desires to merge each of Laser Link and Speakeasy with and into Covad, with Covad remaining as the surviving entity (the "Merger"), pursuant to the applicable provisions of the California Corporations Code (the "CCC"), the Delaware General Corporation Law (the "DGCL"), and the Nevada Revised Statutes (the "NRS"); and

WHEREAS, the board of directors of each of Covad and Laser Link, and the manager of Speakeasy, as well as the sole stockholder of each of Covad and Laser Link, and the sole member of Speakeasy, have each duly authorized, approved and adopted this Agreement and the transactions contemplated hereby, including the Merger, pursuant to applicable law and each constituent entity's charter, bylaws or similar organizational documents, as applicable and necessary in furtherance of the foregoing.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto, intending to be legally bound, hereby agree as follows:

**ARTICLE I**  
**THE MERGER**

1.1. The Merger. Upon the terms and subject to the conditions hereof, in accordance with the CCC, the DGCL and the NRS, each of Laser Link and Speakeasy shall be merged with and into Covad, and Covad shall continue as the surviving entity, and the separate legal existence of each of Laser Link and Speakeasy shall thereupon cease. The Merger shall be effective as to Speakeasy upon the filing and effectiveness of both articles of merger with the Nevada Secretary of State as provided in NRS 92A.200 and the filing of an agreement of merger and any applicable officers' certificates or other documentation required by Section 1113 of the CCC with the California Secretary of State (the "California Merger Filings"). The Merger shall be effective as to Laser Link upon the filing and effectiveness of both a certificate of merger with the Delaware Secretary of State as provided in Section 252 of the DGCL and the California Merger Filings. The California Merger Filings and the aforementioned filings required pursuant to the NRS and the DGCL in order to effect the Merger (collectively, with the California Merger Filings, the "Merger Filings") shall be in such forms as deemed necessary or appropriate by the officer(s) and/or manager(s) of Covad, Laser Link and Speakeasy, as applicable, who execute the same on behalf of the parties hereto.

1.2. Effects of the Merger. At the effective time of the applicable Merger Filings, the Merger shall have the effects provided in the applicable provisions of the CCC, the DGCL and

the NRS. Without limiting the generality of the foregoing, and subject thereto, at the effective time of the applicable Merger Filings, all of the property, assets, rights, privileges, powers and franchises and all and every other interest of Laser Link and Speakeasy, respectively, shall vest in Covad, and all debts, liabilities, duties and obligations of Laser Link and Speakeasy, respectively, shall become the debts, liabilities, duties and obligations of Covad. The articles of incorporation and bylaws of Covad as in effect on the date hereof shall continue to be the articles of incorporation and bylaws of Covad as in effect immediately following the effectiveness of the Merger, and the officers and directors of Covad as of the date hereof shall continue to be the officers and directors of Covad as of immediately following the effectiveness of the Merger. At the effective time of the applicable Merger Filings, all issued and outstanding shares of capital stock of Laser Link and all issued and outstanding units/membership interests of Speakeasy shall be automatically cancelled without consideration. The issued and outstanding shares of capital stock of Covad shall not be affected by the Merger.

## ARTICLE II MISCELLANEOUS

2.1. Further Assurances. The parties hereto shall from and after the date hereof deliver and/or execute such further instruments and take such further actions as may reasonably be requested by the other parties which are necessary or appropriate with respect to the consummation of the transactions contemplated by this Agreement.

2.2. No Third-Party Beneficiaries. Except to the extent otherwise specifically provided in this Agreement, this Agreement is for the sole benefit of the parties hereto and their successors and assigns and nothing herein expressed or implied shall give or be construed to give any person or entity, other than the parties hereto, and such successors and permitted assigns, any legal or equitable rights hereunder.

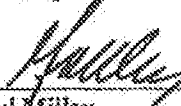
2.3. Amendments and Modifications. Any and all amendments and modifications of this Agreement must be in writing signed by all parties hereto.

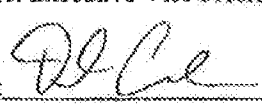
[Signature Page Follows]

IN WITNESS WHEREOF, the parties hereto hereby execute this Agreement as of the date first written above.

**COVAD:**

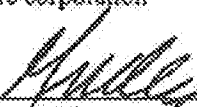
Covad Communications Company,  
a California corporation

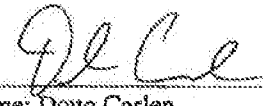
By:   
Name: Paul Milley  
Title: Executive Vice President

By:   
Name: Doug Carlen  
Title: General Counsel and Secretary

**LASER LINK:**

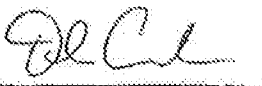
Laser Link.net, Inc.,  
a Delaware corporation

By:   
Name: Paul Milley  
Title: Executive Vice President

By:   
Name: Doug Carlen  
Title: General Counsel and Secretary

**SPEAKEASY:**

Speakeasy Broadband Services, LLC,  
a Nevada limited liability company

By:   
Name: Doug Carlen  
Title: Manager

N/73552496.2

[Signature Page to Agreement of Merger]

TRADEMARK

REEL: 004756 FRAME: 0762

**CERTIFICATE OF APPROVAL  
OF  
AGREEMENT OF MERGER**

Paul Milley and Doug Carlen certify that:


1. They are the Executive Vice President and the Secretary, respectively, of Covad Communications Company, a California corporation (the "Corporation").

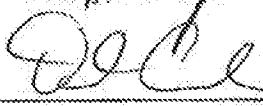
2. The principal terms of the Agreement of Merger attached hereto, and the merger described therein, were duly approved by vote of the Sole Director of the Corporation and by the Sole Shareholder of the Corporation by a vote that equaled or exceeded the vote required.

3. The shareholder approval was by the holder of 100% of the outstanding shares of the Corporation.

4. There is only one class of shares, designated as Common Stock, and the number of shares of Common Stock outstanding entitled to vote on the merger is three thousand five hundred forty-eight (3,548).

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge. This Certificate is executed by the undersigned on December 21, 2010, in San Jose, California.

  
\_\_\_\_\_  
Paul Milley, Executive Vice President

  
\_\_\_\_\_  
Doug Carlen, Secretary

A/73553940.2