

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT														
NATURE OF CONVEYANCE:	MERGER														
EFFECTIVE DATE:	12/31/2004														
CONVEYING PARTY DATA															
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>UUNET Technologies, Inc.</td> <td></td> <td>12/23/2004</td> <td>CORPORATION: DELAWARE</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	UUNET Technologies, Inc.		12/23/2004	CORPORATION: DELAWARE				
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UUNET Technologies, Inc.		12/23/2004	CORPORATION: DELAWARE												
RECEIVING PARTY DATA															
<table border="1"> <tr> <td>Name:</td> <td>MCI International, Inc.</td> </tr> <tr> <td>Street Address:</td> <td>22001 Loudoun County Parkway</td> </tr> <tr> <td>City:</td> <td>Ashburn</td> </tr> <tr> <td>State/Country:</td> <td>VIRGINIA</td> </tr> <tr> <td>Postal Code:</td> <td>20147</td> </tr> <tr> <td>Entity Type:</td> <td>CORPORATION: DELAWARE</td> </tr> </table>				Name:	MCI International, Inc.	Street Address:	22001 Loudoun County Parkway	City:	Ashburn	State/Country:	VIRGINIA	Postal Code:	20147	Entity Type:	CORPORATION: DELAWARE
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PROPERTY NUMBERS Total: 1															
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> <th>Word Mark</th> </tr> </thead> <tbody> <tr> <td>Registration Number:</td> <td>1657639</td> <td>UUNET</td> </tr> </tbody> </table>				Property Type	Number	Word Mark	Registration Number:	1657639	UUNET						
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Registration Number:	1657639	UUNET													
CORRESPONDENCE DATA															
<p>Fax Number: 7033513669</p> <p><i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 703-351-3080</p> <p>Email: lauren.lyles@verizon.com</p> <p>Correspondent Name: Janis M. Manning</p> <p>Address Line 1: 1320 North Court House Road, 9th Floor</p> <p>Address Line 4: Arlington, VIRGINIA 22201</p>															
NAME OF SUBMITTER:	Janis M. Manning														
Signature:	/janis m. manning/														
Date:	09/28/2012														

CH \$40.00 1657639

**Total Attachments: 7**

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# 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:

"UNET TECHNOLOGIES, INC.", A DELAWARE CORPORATION, WITH AND INTO "MCI INTERNATIONAL, INC." UNDER THE NAME OF "MCI INTERNATIONAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2004, AT 8:35 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2004.

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



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3578726

DATE: 12-27-04

TRADEMARK

REEL: 004869 FRAME: 0213

0828113 8100M  
040939276

CERTIFICATE OF MERGER  
OF  
UUNET TECHNOLOGIES, INC.  
AND  
MCI INTERNATIONAL, INC.

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:
- (i) UUNET Technologies, Inc., which is incorporated under the laws of the State of Delaware; and
  - (ii) MCI International, Inc., which is incorporated under the laws of the State of Delaware.
2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation in the merger herein certified is MCI International, Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.
4. The Certificate of Incorporation of MCI International, Inc., as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.
5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows: 22001 Loudoun County Parkway, Ashburn, VA 20147, Attention: Secretary.
6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.
7. The Agreement of Merger between the aforesaid constituent corporations provides that the merger herein certified shall be effective on December 31, 2004.

Dated: December 23, 2004

UUNET TECHNOLOGIES, INC.

By: Jennifer C. McGarey

Name: Jennifer C. McGarey

Title: Secretary

Dated: December 23, 2004

MCI INTERNATIONAL, INC.

By: Jennifer C. McGarey

Name: Jennifer C. McGarey

Title: Secretary

## AGREEMENT OF MERGER

AGREEMENT OF MERGER (this "Agreement"), dated this 20<sup>th</sup> day of December 2004, by and between UUNET Technologies, Inc. (the "Merging Company"), a Delaware corporation, and MCI International, Inc. (the "Surviving Company"), a Delaware corporation.

### WITNESSETH:

WHEREAS, the Merging Company and the Surviving Company agree that Merging Company will merge with and into the Surviving Company, pursuant to the applicable sections from the statutory codes of each respective jurisdiction of organization (the "Applicable Law") and upon the terms and conditions hereinafter set forth (the "Merger"),

WHEREAS, the Merging Company and the Surviving Company are wholly owned subsidiaries, either directly or indirectly, of MCI, Inc.;

WHEREAS, the respective Boards of Directors and the Stockholders of the Merging Company and the Surviving Company have approved the terms of the Merger;

WHEREAS, following the Merger, the Surviving Company will continue to be a wholly owned subsidiary, either directly or indirectly, of MCI, Inc.; and

WHEREAS, for federal income tax purposes, the Merging Company and the Surviving Company intend that the Merger qualify as a tax-free "reorganization" within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder (the "Code"), that this Agreement constitute a "plan of reorganization" as defined under Treasury Regulation Section 1.368-2, and that the Merging Company and Surviving Company each qualify as a "party to [the] reorganization" under Code Section 368(b).

NOW, THEREFORE, in consideration of the premises and of the mutual agreement of the parties hereto, it is hereby agreed as follows:

**FIRST:** This Agreement is duly adopted pursuant to the authority granted to the Merging Company and the Surviving Company by Applicable Law.

**SECOND:** The Merging Company shall merge with and into the Surviving Company in exchange for the Merger Consideration (as defined below), pursuant to the Applicable Law. The Merger shall be effective on the date of the filing of a certificate of merger in connection with the Merger with the Office of the Secretary of State of the jurisdiction under which the Surviving Company was organized (the "Effective Time"). At the Effective Time, the separate existence of the Merging Company shall cease. The "Merger Consideration" shall be an amount of new shares of capital stock or new membership interests, as the case may be, in the Surviving Company equal in value to the

fair market value of the outstanding equity of the Merging Company immediately prior to the Effective Time.

**THIRD:** Notwithstanding anything else contained herein, to avoid the additional expense and administrative burdens of the Surviving Company actually issuing additional shares or membership interests, the equityholder(s) of the Merging Company hereby undertake and direct – other than in the case of any equityholder that is itself concurrently merged into the same Surviving Company (such that it becomes unnecessary to actually issue additional shares or membership interests, because such shares or interests are effectively retransferred back to the Surviving Company by operation of law in the equityholder's merger) – that, immediately following the Merger, the Merger Consideration be transferred (by contribution and/or distribution, as applicable) to the current equityholder (or equityholders, in proportion) of the Surviving Company, such that the outstanding equity interests of the Surviving Company held by the current equityholder(s) will thereafter be reflective of the combined equity interests of the Merging Company and Surviving Company without the need to increase the actual number of shares or membership interests outstanding. By the same accord, if the equity interests of the Surviving Company and Merging Company are entirely owned by the same holder, the outstanding equity interests of the Surviving Company held by such holder will, following the Merger, be reflective of the combined equity interests of the Merging Company and Surviving Company without the need to increase the actual number of shares or membership interests outstanding.

**FOURTH:** The issued capital stock or membership interests of the Merging Company, as applicable, shall not be converted in any manner, but all of such issued capital stock or membership interests outstanding immediately prior to the Effective Time shall be cancelled and extinguished as of the Effective Time. All of the capital stock or membership interests of the Surviving Company, as applicable, which are outstanding prior to the Effective Time shall continue to be outstanding as equity of the Surviving Company following the Effective Time.

**FIFTH:** The name of the Surviving Company in the merger herein certified is MCI International, Inc.

**SIXTH:** The Articles of Incorporation, By-Laws, Operating Agreement or other comparable organization documents (collectively, the "Organizational Documents") of the Surviving Company shall continue in full force and effect as the Organizational Documents of the Surviving Company.

**SEVENTH:** The directors, managers and officers of the Surviving Company immediately prior to the Effective Time shall be the directors, managers and officers, if any, respectively, of the Surviving Company from and after the Effective Time until their successors have been duly elected, appointed or qualified or until the earlier of their death, resignation or removal in accordance with the Organizational Documents of the Surviving Company.

**EIGHTH:** The Merging Company and the Surviving Company agree that they will cause to be executed and filed and recorded any document or documents prescribed by the Applicable Law and that they will cause to be performed all necessary acts to effectuate the Merger therein provided for.

**NINTH:** The Board of Directors and the proper officers of the Merging Company and the Board of Directors and proper officers of the Surviving Company are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Agreement or of the Merger herein provided for.

**TENTH:** This Agreement may be executed in any number of counterparts, each of which will be deemed an original, but all of which together will constitute one and the same instrument.

**ELEVENTH:** The Surviving Company may be served with process in the jurisdiction of organization of the Merging Company in any proceeding for enforcement of any obligation of the Merging Company as well as for enforcement of any obligation of the Surviving Company arising from the Merger, and it does hereby irrevocably appoint the Secretary of State of the jurisdiction of organization of the Merging Company as its agent to accept service of process in any such suit or other proceedings. The address to which a copy of such process shall be mailed by the Secretary of State of the jurisdiction of the Merging Company is: 22001 Loudoun County Parkway, Ashburn, VA 20147, Attention: Secretary, until the Surviving Company shall have hereafter designated in writing to such Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of the jurisdiction of organization of the Merging Company duplicate copies of such process, one of which copies the Secretary of State of the jurisdiction of organization of the Merging Company shall forthwith send by registered mail to the Surviving Company at the above address.

[signatures appear on following page]



IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement of Merger to be signed as of the date first above written.

UUNET TECHNOLOGIES, INC.

By: Jennifer C. McGarey  
Name: Jennifer C. McGarey  
Title: Secretary

MCI INTERNATIONAL, INC.

By: Jennifer C. McGarey  
Name: Jennifer C. McGarey  
Title: Secretary

Acknowledged and consented with respect to Article Third.

MCI, INC.

By: Jennifer C. McGarey  
Name: Jennifer C. McGarey  
Title: Secretary