

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Certificate of Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Southwestern Bell Yellow Pages, Inc.		05/04/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	YP Texas Region Yellow Pages LLC.		
Street Address:	2247 Northlake Parkway		
City:	Tucker		
State/Country:	GEORGIA		
Postal Code:	30084		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1712446	PROJECT REDIRECTORY	
CORRESPONDENCE DATA			
Fax Number:	4155760300		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	415-567-0200		
Email:	jarkowitz@kilpatricktownsend.com		
Correspondent Name:	Jennifer D. Arkowitz		
Address Line 1:	Two Embarcadero Center, 8th Floor		
Address Line 2:	Kilpatrick Townsend & Stockton LLP		
Address Line 4:	San Francisco, CALIFORNIA 94111		
ATTORNEY DOCKET NUMBER:	94564-843649		
NAME OF SUBMITTER:	Jennifer D. Arkowitz		
Signature:	/Jennifer D. Arkowitz/		

OP \$40.00 1712446

Date:

11/09/2012

Total Attachments: 3

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**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
OF SOUTHWESTERN BELL YELLOW PAGES, INC.  
PURSUANT TO § 18-214 OF THE DELAWARE LIMITED LIABILITY COMPANY ACT**

**MAY 4, 2012**

Pursuant to the provisions of § 18-214 of the Delaware Limited Liability Company Act, the undersigned hereby certifies:

1. The jurisdiction where the corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the corporation first formed is May 4, 2012.
4. The name of the corporation immediately prior to filing this Certificate is Southwestern Bell Yellow Pages, Inc.
5. The original articles of incorporation of the Corporation were filed with the Secretary of State of the State of Delaware (the "Secretary of State") on May 4, 2012.
6. The name of the limited liability company as set forth in the Certificate of Formation is YP Texas Region Yellow Pages LLC.

*[Signature Page Follows]*

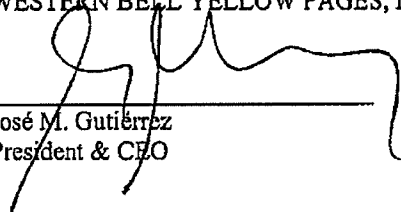
IN WITNESS WHEREOF, this Certificate of Conversion has been duly executed by the undersigned, a duly authorized officer of the Corporation, on behalf of the Corporation, as of the date first written above.

SOUTHWESTERN BELL YELLOW PAGES, INC.

By

Name: José M. Gutiérrez

Title: President & CEO

A handwritten signature in black ink, appearing to be 'J. M. Gutierrez', written over a horizontal line. The signature is stylized and cursive.

*[SWBYP Certificate of Conversion to DE LLC – Signature Page]*

**TRADEMARK**  
**REEL: 004897 FRAME: 0615**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:55 PM 05/04/2012  
FILED 04:55 PM 05/04/2012  
SRV 120514296 - 5149652 FILE

**CERTIFICATE OF FORMATION  
OF  
YP TEXAS REGION YELLOW PAGES LLC**

**MAY 4, 2012**

The undersigned, desiring to form a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Delaware Code, Chapter 18, hereby certifies as follows:

**FIRST:** The name of the limited liability company is YP Texas Region Yellow Pages LLC.

**SECOND:** The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801 New Castle County. The name of its registered agent at such address is The Corporation Trust Company.

*[Signature Page Follows]*