

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/03/2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Smoothstone IP Communications Corporation		06/03/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	InterCall Communications, Inc.
Street Address:	200 Smoothstone Center
Internal Address:	401 S. Fourth Street
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40202
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	4120659	CONTROLMAXX
Registration Number:	3968344	DON'T JUST VOICE OVER IP. WORK OVER IP.
Registration Number:	4204401	MAXXIS
Registration Number:	3869187	SMOOTHSTONE
Registration Number:	4124249	VOICEMAXX
Registration Number:	4124248	XS
Registration Number:	4148704	XS

CORRESPONDENCE DATA

Fax Number: 9723789115
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: 9723789111

OP \$190.00 4120659

Email: cmccue@dallasbusinesslaw.com
Correspondent Name: L. Kyle Ferguson
Address Line 1: 2500 Dallas Parkway
Address Line 2: Suite 260
Address Line 4: Plano, TEXAS 75093

ATTORNEY DOCKET NUMBER:	WEST/SMOOTHSTONE
NAME OF SUBMITTER:	L. Kyle Ferguson
Signature:	/L. Kyle Ferguson/
Date:	06/20/2013

Total Attachments: 8

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:


"GOLIATH MERGER CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "SMOOTHSTONE IP COMMUNICATIONS CORPORATION"
UNDER THE NAME OF "INTERCALL COMMUNICATIONS, INC.", A
CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE
OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY
OF JUNE, A.D. 2011, AT 11:12 O'CLOCK A.M.

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

3936330 8100M

110685523




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8808017

DATE: 06-03-11

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

TRADEMARK
REEL: 005052 FRAME: 0249

CERTIFICATE OF MERGER

MERGING

GOLIATH MERGER CORPORATION

INTO

SMOOTHSTONE IP COMMUNICATIONS CORPORATION

WITH

SMOOTHSTONE IP COMMUNICATIONS CORPORATION,
AS SURVIVOR

June 3, 2011

Pursuant to Title 8, Section 251 of the Delaware General Corporation Law, the undersigned hereby certifies that:

FIRST: The name and state of incorporation of each of the constituent corporations is:

<u>NAME</u>	<u>STATE</u>
Goliath Merger Corporation	Delaware
Smoothstone IP Communications Corporation	Delaware

SECOND: The Agreement and Plan of Merger among West Corporation, Goliath Merger Corporation, Smoothstone IP Communications Corporation and Bret Maxwell (in his capacity as stockholder representative thereunder), dated as of April 11, 2011 (the "Merger Agreement"), has been approved, adopted, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law.

THIRD: Smoothstone IP Communications Corporation shall be the surviving corporation and, upon consummation of the Merger, as defined below, the surviving corporation shall change its name to "InterCall Communications, Inc.".

FOURTH: The Certificate of Incorporation of the surviving corporation immediately prior to the effective time of the merger of Goliath Merger Corporation with and into Smoothstone IP Communications Corporation (the "Merger") is hereby amended so as to read in its entirety as set forth on Exhibit A hereto, until thereafter duly amended in accordance with its terms and the Delaware General Corporation Law.

FIFTH: The executed Merger Agreement is on file at 200 Smoothstone Center, 401 S. Fourth Street, Louisville, KY 40202, the place of business of the surviving corporation.

SIXTH: A copy of the Merger Agreement will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

SEVENTH: The Merger shall be effective upon the filing of this Certificate of Merger.

* * * *

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be signed by an authorized officer as of the first date set forth above.

SMOOTHSTONE IP COMMUNICATIONS
CORPORATION

By: 

Name: Jeff M. Wellemeyer

Title: President + Chairman

Exhibit A

See attached.

**SECOND AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
INTERCALL COMMUNICATIONS, INC.**

ARTICLE I. NAME OF CORPORATION

The name of the corporation is InterCall Communications, Inc.

ARTICLE II. REGISTERED OFFICE; REGISTERED AGENT

The address of this corporation's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware, 19808. The name of its registered agent at such address is Corporation Service Company.

ARTICLE III. PURPOSE

The purpose of this corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

ARTICLE IV. CAPITAL STOCK

The total number of shares of stock which this corporation shall have authority to issue is Ten Thousand (10,000). All such shares are to be designated as Common Stock, par value \$0.01 per share, and are to be of one class.

ARTICLE V. BOARD OF DIRECTORS

Section 5.1 General.

The business and affairs of this corporation shall be managed by, or under the direction of, a Board of Directors comprised as set forth in this Article V.

Section 5.2 Number of Directors.

The number of directors of this corporation shall be as specified in the bylaws or fixed in the manner provided therein.

Section 5.3 Term of Office.

A director shall hold office until the annual meeting of stockholders next following his election and until his successor shall be elected and qualified, subject, however, to prior death, resignation, retirement, disqualification or removal from office.

Section 5.4 Election of Directors.

Election of directors need not be by written ballot except and to the extent provided in the bylaws of this corporation.

Section 5.5 Removal of Directors.

At any meeting of stockholders with respect to which notice of such purpose has been given, the entire Board of Directors or any individual director may be removed, with or without cause, by the affirmative vote of the holders of a majority of all outstanding shares entitled to be voted at an election of directors.

Section 5.6 Vacancies.

Any vacancy on the Board of Directors that results from an increase in the number of directors or from the prior death, resignation, retirement, disqualification or removal from office of a director shall be filled by a majority of the Board of Directors then in office, though less than a quorum, or by the sole remaining director, or by the stockholders of this corporation if the Board of Directors has not filled the vacancy. Any director elected to fill a vacancy resulting from the prior death, resignation, retirement, disqualification or removal from office of a director shall have the same remaining term as that of his or her predecessor.

Section 5.7 Severability.

The invalidity or unenforceability of this Article V or any portion hereof, or of any action taken pursuant to this Article V, shall not affect the validity or enforceability of any other provision of this Certificate of Incorporation, any action taken pursuant to such other provision, or any action taken pursuant to this Article V.

ARTICLE VI. BYLAWS

The Board of Directors, by vote of a majority of the whole Board of Directors, shall have the power to adopt, amend or repeal the bylaws of this corporation, but any bylaw adopted by the Board of Directors may be amended or repealed by the stockholders.

ARTICLE VII. MEETINGS OF STOCKHOLDERS; BOOKS OF CORPORATION

Meetings of stockholders may be held within or without the State of Delaware, as the bylaws may provide. The books of this corporation may be kept outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or the bylaws of this corporation.

ARTICLE VIII. LIABILITY OF DIRECTORS

A director of this corporation shall not be personally liable to this corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the General

Corporation Law of the State of Delaware as the same exists or may hereafter be amended. If the General Corporation Law of the State of Delaware is amended after the filing of this Certificate of Incorporation to authorize corporate action further eliminating or limiting the person liability of directors, then the liability of a director of this corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law of the State of Delaware, as so amended. Any repeal or modification of this Article VIII shall not adversely affect any right or protection of a director of this corporation existing hereunder with respect to any act or omission occurring prior to such repeal or modification.

ARTICLE IX. COMPROMISE

Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction with the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under Section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as a consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

ARTICLE X. RESERVATION OF RIGHTS

The corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and other provisions authorized by the laws of the State of Delaware at the time may be added or inserted, in whatsoever nature conferred upon stockholders or directors by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Article X.

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