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Attorney Docket No.: 8462-AFF

101336384

To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

**Comcast Cellular Communications, Inc.**

2. Name and address of receiving party(ies):

**Delaware Valley Cellular Communications, Inc.**  
480 Swedesford Road  
Wayne, PA 19087

RECEIVED  
OPR/FINANCE  
20 MAR 20 PM 3:10

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other:

Execution Date: **September 27, 1999**

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: Delaware
- Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached:  Yes;  No

(Designations must be a separate document from Assignment)

4. Application number(s) or registration number(s):

A. Trademark Application No.(s):

B. Trademark Registration No.(s):  
1,800,254

5. Name and address of party to whom correspondence document should be mailed:

**Michael L. Lovitz, Esq.**  
**AKIN, GUMP, STRAUSS, HAUER & FELD, L.L.P.**  
One Commerce Square  
2005 Market Street, 22nd Floor  
Philadelphia, PA 19103-7086  
Telephone: 215-965-1200  
Facsimile: 215-965-1210  
E-Mail: mlovitz@akingump.com

6. Total number of applications and registrations involved: [1]

7. Total fee (37 CFR 3.41) Cal. 1 x \$40.00 = \$ **40.00**  
\_\_\_\_\_ x \$25.00 = \$  
 Authorized to be charged to deposit account

8. Deposit account number: 50-1017

**DO NOT USE THIS SPACE**

9. Statement and signature

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

**Michael L. Lovitz**

Name of Person

*[Handwritten Signature]*  
Signing Signature

3/17/00  
Date

04/25/2000 TTON11 00000146 501017 1800254

Total number of pages including cover sheet, attachments and document: | 8 |

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OMB No. 0651-0011 (exp. 4/94)

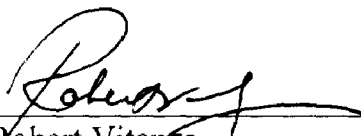
**ASSISTANT SECRETARY'S CERTIFICATE OF  
DELAWARE VALLEY CELLULAR COMMUNICATIONS, INC.**

I, Robert Vitanza, Assistant Secretary of Delaware Valley Cellular Communications, Inc., a Delaware corporation (the "Company"), do hereby certify that:

- (1) The Company was duly incorporated in the State of Delaware on June 11, 1991;
- (2) Attached hereto as Exhibits A, B, and C, respectively, are true, complete and correct copies of the following documents reflecting the appropriate authorizations to change the name of the Company from "Comcast Cellular Communications, Inc." to "Delaware Valley Cellular Communications, Inc." in September 1999:
  - (a) Resolutions duly adopted by the Board of Directors (by unanimous consent);
  - (b) Action of sole shareholder (by written consent) amending the Certificate of Incorporation; and
  - (c) Certificate of Amendment of Certificate of Incorporation.

The above referenced resolutions, action, and certificate of amendment have not been modified, amended or rescinded and remain in full force and effect as of the date hereof.

IN WITNESS WHEREOF, the undersigned has hereunto signed his name on this 12<sup>th</sup> day of March, 2000.

  
\_\_\_\_\_  
Robert Vitanza  
Assistant Secretary

Corporate Seal:

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
COMCAST CELLULAR COMMUNICATIONS, INC.**

**Comcast Cellular Communications, Inc.**, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, **DOES HEREBY CERTIFY:**

**FIRST:** That, by unanimous written consent of the Board of Directors of **Comcast Cellular Communications, Inc.** of action taken in lieu of a special meeting, in accordance with Section 141(f) of the General Corporation Law of the State of Delaware, resolutions were duly adopted setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling for a meeting of the shareholder of the said corporation for consideration thereof.


**SECOND:** That thereafter, in accordance with the above resolutions, the sole shareholder of said corporation, by a unanimous written consent of the shareholder in lieu of a special meeting of the shareholder, in accordance with Section 228 of the General Corporation Law of the State of Delaware, approved the amendment to Article FIRST as follows:

"FIRST. The name of the corporation is **Delaware Valley Cellular Communications, Inc.** "

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF**, said **Comcast Cellular Communications, Inc.** has caused this certificate to be signed by Robert Vitanza, its Assistant Secretary, this 27th day of September 1999.

**COMCAST CELLULAR COMMUNICATIONS, INC.**

By:   
Robert Vitanza  
Assistant Secretary

**ACTION OF THE SOLE SHAREHOLDER OF  
COMCAST CELLULAR COMMUNICATIONS, INC.  
IN LIEU OF A SPECIAL MEETING  
PURSUANT TO DEL. CODE ANN. tit. 8, § 228**

Comcast Cellular Corporation, a Delaware corporation, the sole shareholder of Comcast Cellular Communications, Inc. (the "Company"), a Delaware corporation, hereby consents to and takes the following action, without a meeting, which consent shall have the same force and effect as a unanimous vote at a meeting duly held:

WHEREAS, the Board of Directors of the Company deems it advisable that the Shareholder consider and approve an amendment to the Certificate of Incorporation, Article "FIRST", to change the name of the Company to Delaware Valley Cellular Communications, Inc.

NOW THEREFORE, it is

RESOLVED, that Article "FIRST" of the Company's Certificate of Incorporation be amended in its entirety to read as follows:

"FIRST. The name of the corporation is Delaware Valley Cellular Communications, Inc."

The undersigned hereby waives any and all notice of a special meeting, if and as required by law or by the Company's Certificate of Incorporation or Bylaws.

DATED: September 9, 1999.

Comcast Cellular Corporation  
Sole Shareholder of  
Comcast Cellular Communications, Inc.

BY:

  
Stan Sigman  
Chairman of the Board

**CONSENT OF THE BOARD OF DIRECTORS OF  
COMCAST CELLULAR COMMUNICATIONS, INC.  
TO ACTION TAKEN IN LIEU OF A SPECIAL MEETING  
PURSUANT TO DELAWARE CORPORATION CODE ANN. tit. 8, § 141(f)**

THE UNDERSIGNED, being all of the members of the Board of Directors of Comcast Cellular Communications, Inc., a Delaware corporation (the "Company"), hereby each consent to and deem it advisable to adopt and hereby do adopt the following resolutions, without a meeting, which consent shall have the same force and effect as a unanimous vote at a meeting duly held:

RESOLVED, that all current officers are hereby removed; and

RESOLVED FURTHER, that the following persons are hereby duly elected to the office set out opposite their names:

Kathy Dowling	Chief Executive Officer
Jeff Tottleben	President
Mark Boright	Vice President and Chief Financial Officer
Carol Tacker	Vice President-General Counsel and Secretary
John J. Stephens	Vice President-Taxes
Roger W. Wohler	Treasurer
Michael Wagner	Assistant Treasurer
Michael Olson	Assistant Treasurer
Robert Vitanza	Assistant Secretary

RESOLVED FURTHER, that the Board of Directors deems it advisable to amend the Certificate of Incorporation so as to change the name of the Company to Delaware Valley Cellular Communications, Inc.; and

RESOLVED FURTHER, that subject to Shareholder approval, Article "FIRST" of the Company's Certificate of Incorporation be amended in its entirety to read as follows:

"FIRST. The name of the corporation is Delaware Valley Cellular Communications, Inc."

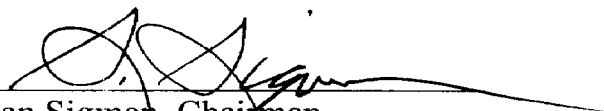
RESOLVED FURTHER, that the proposed Amendment to the Company's Certificate set forth in the immediately preceding resolution be submitted for approval to the Company's Shareholder; and

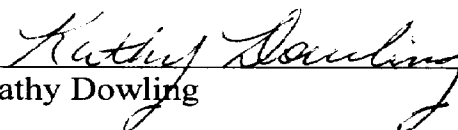
RESOLVED FURTHER, that the CT Corporation is named as the Company's registered agent for service of process and that all previous appointments of a registered agent of the Company are hereby revoked; and

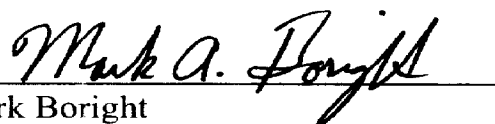
RESOLVED FURTHER, that the corporate resolutions on Attachment A authorizing the Treasurer and the Assistant Treasurer of the Company to establish and administer financial accounts are hereby approved and adopted; and

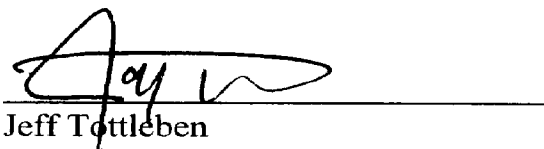
RESOLVED FURTHER, that the proper officers of the Company are hereby authorized to take any and all such further actions and to execute and deliver any and all such instruments and documents as may be necessary or advisable in order to fully effectuate the purposes of the preceding resolutions.

ACTION TAKEN as of this 9 day of September 1999.

  
Stan Sigman, Chairman

  
Kathy Dowling

  
Mark Boright

  
Jeff Tottleben

ATTACHMENT A

CORPORATE RESOLUTIONS

RESOLVED, that the Treasurer and each Assistant Treasurer of this corporation (the "Authorized Officers") and each of them, are authorized, in the name and on behalf of this corporation, to establish and administer accounts, whether trust, escrow, interest bearing or not (the "Accounts"), at such banks and other financial institutions, including without limitation, savings and loan associations, credit unions, mutual funds, and investment and brokerage houses, as the officer establishing the same shall determine to be appropriate; and

RESOLVED FURTHER, that the Authorized Officers are authorized to execute and deliver any and all agreements, certificates or other documents, and any and all amendments, modifications or supplements thereto, as the officer executing the same shall determine to be necessary or appropriate in connection with the Accounts, such determination conclusively to be evidenced by such execution and delivery; and

RESOLVED FURTHER, that the Authorized Officers are authorized to designate those persons who are authorized to make withdrawals from and engage in other transactions with respect to the Accounts, including, without limitation, electronic funds transfers to or from the Accounts; and

RESOLVED FURTHER, that the Authorized Officers and such disbursing agents as the Authorized Officers, may from time to time designate in writing, are authorized when signing checks to imprint facsimiles thereon, in lieu of handwritten signatures, by the use of such mechanical devices or other computer-generated representations of their authority, as will in the judgment of the Authorized Officers afford proper and sufficient protection to this corporation.

RESOLVED FURTHER, that the preceding resolutions supersede all previously adopted resolutions by this Board of Directors relative to establishing and administering Accounts at financial institutions.