

06-21-2000

IN THE UNITED STATES



MARK OFFICE

101386336

Trademark Assignment Cover Sheet

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3-8-00

TO: U. S. Patent and Trademark Office
Office of Public Records - Box Assignment
Crystal Gateway 4, Room 335
1213 Jefferson Davis Highway, Third Floor
Arlington, Virginia 22202

Please find enclosed for recording a copy of the Certificate of Amendment of the Third Amended and Restated Articles of Incorporation of Cortelco Systems, Inc, changing its name to eOn Communications Corporation, as certified by the Delaware Secretary of State, described as follows:

1. **Conveying Party:** Cortelco Systems, Inc., a Delaware corporation
[now known as eOn Communications Corporation]
2. **Receiving Party:** eOn Communications Corporation, a Delaware corporation having an address of 4119 Willow Lake Boulevard, Memphis, Tennessee 38118.
3. **Nature of Conveyance:** Change of Name. By Certificate of Amendment of the Third Amended and Restated Articles of Incorporation, Cortelco Systems, Inc. changed its name to eOn Communications Corporation effective November 16, 1999.
4. The Certificate of Amendment should be recorded against the following trademark application:

TRADEMARK

U.S. Serial No.

VOICECLUSTERS

75/439,399

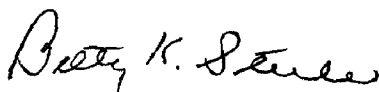
5. Correspondence concerning this request should be sent to:

Betty K. Steele, Esq.
Baker, Donelson, Bearman, and Caldwell
1700 Nashville City Center
511 Union Street
Nashville, Tennessee 37219

6. This request concerns one (1) trademark application.

7. A total fee of \$40.00 is submitted herewith. The Commissioner is hereby authorized to charge any additional payment, or credit any refund that may be due to Deposit Account No. 08-1629.
8. eOn Communications Corporation is domiciled in the United States.
9. To the best knowledge and belief of the undersigned, the information contained on this cover sheet is true and correct and any attached copy is a true copy of the original document.

Respectfully submitted,



Date: March 8, 2000

Betty K. Steele, Esq.
Attorney for eOn Communications Corporation

Baker, Donelson, Bearman & Caldwell
A Professional Corporation
1700 Nashville City Center
511 Union Street
Nashville, Tennessee 37219
(615) 726-5600

CERTIFICATE OF EXPRESS MAIL UNDER 37 CFR 1.10

"Express Mail" mailing label number: EI466219407US
Date of Deposit: March 8, 2000

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to U. S. Patent and Trademark Office, Office of Public Records - Box Assignment, Crystal Gateway 4, Room 335, 1213 Jefferson Davis Highway, Third Floor, Arlington, Virginia 22202.

Betty K. Steele
(Typed or printed name of person mailing paper or fee)


(Signature of person mailing paper or fee)

State of Delaware
Office of the Secretary of State

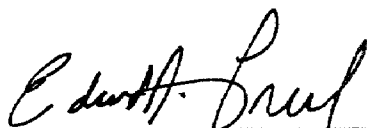
PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CORTELCO SYSTEMS, INC.", CHANGING ITS NAME FROM "CORTELCO SYSTEMS, INC." TO "EON COMMUNICATIONS CORPORATION", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF NOVEMBER, A.D. 1999, AT 2 O'CLOCK P.M.

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Edward J. Freel, Secretary of State 0216383

AUTHENTICATION: 01-26-00

DATE:

TRADEMARK
REEL: 002090 FRAME: 0120

**CERTIFICATE OF AMENDMENT
OF THE
THIRD AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
CORTELCO SYSTEMS, INC.**

CORTELCO SYSTEMS, INC., a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

- I. The amendment to the Corporation's Third Amended and Restated Certificate of Incorporation (the "Certificate of Incorporation") set forth below was duly adopted in accordance with the provisions of Section 242 and has been consented to in writing by the stockholders, and written notice of the amendment has been given, in accordance with Section 228 of the General Corporation Law of the State of Delaware.
- II. Article I of the Corporation's Certificate of Incorporation is amended to read in its entirety as follows:

The name of this corporation is eOn Communications Corporation.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be executed by J. Michael O'Dell, its authorized officer, on this 15th day of November, 1999.


J. MICHAEL O'DELL, President