

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	CHANGE OF NAME
-----------------------	----------------

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mercury, Inc.		01/16/1997	CORPORATION: LOUISIANA

RECEIVING PARTY DATA	
Name:	US Unwired Inc.
Street Address:	901 Lakeshore Drive
City:	Lake Charles
State/Country:	LOUISIANA
Postal Code:	70629
Entity Type:	CORPORATION: LOUISIANA

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2203174	US UNWIRED

CORRESPONDENCE DATA	
Fax Number:	(212)822-5423
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	212-530-5423
Email:	jnici@milbank.com
Correspondent Name:	Milbank, Tweed, Hadley & McCloy LLP
Address Line 1:	One Chase Manhattan Plaza
Address Line 2:	Rm. 4680
Address Line 4:	New York, NEW YORK 10005-1413

ATTORNEY DOCKET NUMBER:	28490-13100
-------------------------	-------------

NAME OF SUBMITTER:	Janis Nici
--------------------	------------

Total Attachments: 5
 source=28490 CON_1_0001#page1.tif
 source=28490 CON_2_0001#page1.tif
 source=28490 CON_3_0001#page1.tif
 source=28490 CON_4_0001#page1.tif

CH \$40.00 2203174

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
MERCURY, INC.
(CHANGING THE CORPORATION NAME TO US UNWIRED INC.)**

Mercury, Inc. (the "Corporation"), through its undersigned President and Secretary, hereby certifies that:

1. On January 16, 1997, at a Meeting of Shareholders, notice of which was duly given and contained a copy of the amendment to be voted upon, and at which Meeting 675.958460 shares out a total of 675.958460 outstanding shares of common stock, said class being the only class or series of capital stock outstanding, were represented, the shareholders of the Corporation by the vote of shareholders holding 675.958460 shares, or 100% of the voting power present and 100% of the total voting power, adopted, pursuant to the Corporation's Articles of Incorporation and Section 31 of the Louisiana Business Corporation Law (the "LBCL"), amendments to the Articles of Incorporation, as previously amended.
2. The amendments so adopted reclassify the capital stock of the Corporation by (a) creating a new class of common stock known as Class A Common Stock, par value \$.01 per share, of which 100,000,000 shares are authorized; (b) creating a new class of common stock known as Class B Common Stock, par value \$.01 per share, of which 60,000,000 shares are authorized; (c) converting the outstanding shares of common stock, par value \$50 per share (Old Common Stock), of the Corporation into shares of the new Class B Common Stock at the rate of 16,643.034544 shares of Class B Common Stock for each full share of Old Common Stock and a proportionate number of shares of Class B Common Stock for each fractional share of Old Common Stock; and (d) creating a new class of preferred stock having no par value, of which 40,000,000 shares are authorized any may be issued from time to time in one or more series, and authorizing the Board of Directors to amend the Articles of Incorporation to fix (and thereafter to amend) the preferences, limitations and relative rights of any series of preferred stock, and to establish, and fix variations in relative rights as between or among, series of preferred stock.
3. The recitals required by Section 54 of the Louisiana Business Corporation Law are contained in 2 above, and Articles III and IV of the amended Articles of Incorporation as set forth below.
4. By virtue of the amendments adopted as aforesaid, the Articles of Incorporation of the Corporation shall be and are amended to read in their entirety as follows:

A\ARTIN\JOB

34548892
TRADEMARK
REEL: 002886 FRAME: 0145

AMENDED ARTICLES OF INCORPORATION

OF

US UNWIRED INC.

* * *

**Article I
Name; Duration**

The name of the Corporation is:

US Unwired Inc.

Its duration is perpetual.

**Article II
Purpose**

The purpose of the Corporation is to engage in any lawful activity for which corporations may be formed under the Louisiana Business Corporation Law ("LBCL").

**Article III
Capital Stock: General Provisions**

A. **Authorized Stock.** The Corporation has the authority to issue two hundred million shares of capital stock, of which one hundred million are shares of Class A Common Stock, par value \$.01 per share, sixty million are shares of Class B Common Stock, par value \$.01 per share, and forty million are shares of preferred stock having no par value.

B. **Common Stock.** Except as otherwise expressly provided in these Articles or as may be required by the LBCL notwithstanding the provisions of these Articles, the Class A Common Stock and Class B Common Stock have equivalent rights.

C. **Preferred Stock.** The preferred stock may be issued from time to time in one or more series. The Board of Directors has authority to amend the Articles from time to time to fix the preferences, limitations and relative rights of any series of preferred stock, and to establish, and fix variations in relative rights as between or among, series of preferred stock. The preferences, limitations, and relative rights so established may be amended from time to time by the Board of Directors, subject only to any approval of the holders of any series of preferred stock that may be required by these Articles or by the LBCL notwithstanding the provisions of these

A MARTIN NOB

REDACTED

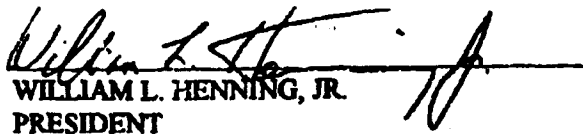
of which expressly states that the proposed change or repeal is to be considered at the meeting.

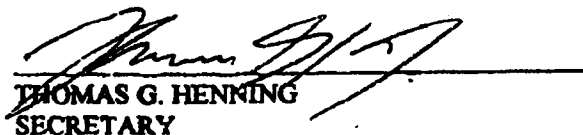
B. New Matters. Any purported amendment to the By-Laws which would add thereto a matter not covered in the By-Laws prior to such purported amendment shall be deemed to constitute the adoption of a By-Law provision and not an amendment to the By-Laws.

Article X
Vote on Certain Transactions and Amendments to
Articles of Incorporation

A. Vote Required for Shareholder Action. If the Board of Directors has in advance approved and/or recommended any proposal presented to the shareholders, including but not limited to a proposal to approve a merger, consolidation, share exchange, disposition of all or substantially all of the Corporation's assets, dissolution or any amendment to these Articles of Incorporation, by the affirmative vote of three-fourths of the number of Directors constituting the full Board of Directors, then, in addition to any other vote required by these Articles or by the LBCL notwithstanding the provisions of these Articles, the affirmative vote of holders of at least a majority of the voting power present, with all classes and series voting together as if a single class, shall be required to approve such proposal. Otherwise, the affirmative vote of holders of at least 66% of the total voting power, with all classes and series voting together as if a single class, shall be required to constitute shareholder approval of such proposal, in addition to any other vote required by these Articles or by the LBCL notwithstanding the provisions of these Articles. If a special vote of any class or series of shares is required under Section 31(C) of the LBCL (or any successor provisions) to amend the Articles of Incorporation, the requisite vote shall be the affirmative vote of holders of at least a majority of the voting power present of such class or series.

B. Business Combinations and Control Share Acquisitions. The provisions of LBCL Sections 132 through 134 (as the same may hereafter be amended) shall not apply to the Corporation. The provisions of LBCL Sections 135 through 140.2 (as the same may hereafter be amended) shall not apply to control share acquisitions of shares of the Corporation.


WILLIAM L. HENNING, JR.
PRESIDENT


THOMAS G. HENNING
SECRETARY

ACKNOWLEDGEMENT

STATE OF LOUISIANA

PARISH OF CALCASIEU

BEFORE ME, the undersigned authority personally came and appeared William L. Henning, Jr. and Thomas G. Henning to me known to be the persons who signed the foregoing instrument as President and Secretary, respectively, of Mercury, Inc. and who, having been duly sworn, acknowledged and declared in the presence of the witnesses whose names are subscribed below, that they signed that instrument of their free act and deed for the purposes mentioned therein.

IN WITNESS WHEREOF, the appearers and witnesses and I have signed below on this 16th day of JANUARY, 1997.

WITNESSES:

Carolyn Murray
Sheila King
Carolyn Murray
Sheila King

William L. Henning, Jr.
William L. Henning, Jr., President

Thomas G. Henning
Thomas G. Henning, Secretary

Marty J. Meche
Signature

MARTY J. MECHE
Print Name

NOTARY PUBLIC

My Commission Expires:

Life time Commission