

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/30/2009		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MegaPath Networks Incorporated		12/30/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	MegaPath Inc.		
Street Address:	c/o Covad Communications Group, Inc.		
Internal Address:	2220 O'Toole Avenue		
City:	San Jose		
State/Country:	CALIFORNIA		
Postal Code:	95131		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2403531	MEGAPATH NETWORKS	
CORRESPONDENCE DATA			
Fax Number:	(617)951-8736		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	6179518000		
Email:	jennifer.kagan@bingham.com		
Correspondent Name:	Jennifer Kagan		
Address Line 1:	One Federal Street		
Address Line 2:	Bingham McCutchen LLP		
Address Line 4:	Boston, MASSACHUSETTS 02110		
ATTORNEY DOCKET NUMBER:	0000330819		
NAME OF SUBMITTER:	Jennifer Kagan		

OP \$40.00 2403531

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**TRADEMARK
 REEL: 004287 FRAME: 0766**

Signature:	/jenniferkagan/
Date:	09/30/2010
Total Attachments: 3 source=MERGER Megapath Networks to Megapath Inc#page1.tif source=MERGER Megapath Networks to Megapath Inc#page2.tif source=MERGER Megapath Networks to Megapath Inc#page3.tif	

Delaware

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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:

"MEGAPATH NETWORKS INCORPORATED", A DELAWARE CORPORATION, WITH AND INTO "MEGAPATH INC." UNDER THE NAME OF "MEGAPATH INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2009, AT 1:07 O'CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8213166

DATE: 09-07-10

TRADEMARK
REEL: 004287 FRAME: 0768

**CERTIFICATE OF MERGER
FOR THE MERGER
OF**

**MegaPath Networks Incorporated
(a Delaware corporation)**

WITH AND INTO

**MegaPath Inc.
(a Delaware corporation)

Pursuant to Section 251 of the General Corporation Law of the State of Delaware, MegaPath Inc., a Delaware corporation and the surviving corporation in the merger contemplated herein (referred to herein as the "Corporation"), DOES HEREBY CERTIFY:

FIRST. The name and the state of incorporation of each of the constituent entities of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
MegaPath Inc.	Delaware
MegaPath Networks Incorporated	Delaware

SECOND. An Agreement and Plan of Merger (referred to herein as the "Plan"), dated as of December 30, 2009, by and between the Corporation and MegaPath Networks Incorporated (referred to herein as the "Merged Corporation"), setting forth the terms and conditions of the merger of the Merged Corporation with and into the Corporation has been approved, adopted, executed and acknowledged by each of the Corporation and the Merged Corporation in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD. The name of the surviving company (the "Surviving Corporation") is "MegaPath Inc." (a Delaware corporation), and the certificate of incorporation of the Corporation shall be the certificate of incorporation of the Surviving Corporation after the merger.

FOURTH. The executed Plan is on file at the principal place of business of the Corporation. The address of the principal place of business of the Corporation is 555 Anton Boulevard, Suite 200, Costa Mesa, CA 92626.

FIFTH. A copy of the Plan will be furnished by the Corporation, on request and without cost, to any stockholder of the Corporation or the Merged Corporation.

[The remainder of this page is intentionally left blank.]

In WITNESSE WHEREOF, the Corporation has caused this Certificate of Merger to be signed by its authorized officer, this 30 day of December, 2009.

MegaPath Inc.
(a Delaware corporation)



By: _____
Name: **Steven B. Chisholm**
Title: **Senior Vice President**

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