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U.S. Department of Commerce
Patent and Trademark Office
Attorney Docket No. 8169.0135
Attorney Customer Number: 22,852

D.S.

To the Honorable Commissioner of Patents:
Please record the attached original document.

101935971

ATTN. BOX ASSIGNMENTS

1. Name of conveying party(ies):
Concentric Network Corporation

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

Name: XO Communications, Inc.

Additional name(s) of conveying party(ies) attached? Yes No

Internal Address:

3. Nature of conveyance:

Street Address: 11111 Sunset Hills Road

Assignment Merger

City: Reston

Security Agreement Change of Name

State: VA Zip Code: 20190

Other: [Describe]

Additional name(s) & Address(es) attached?

Execution Date: Merger execution date: June 16, 2000
Name change execution date: October 25, 2000

use file Yes No

4. Application number(s) or patent number(s): If this document is being filed together with a new application, the execution date of the application:

A. Patent Application Number(s):
09/259,498

B. Patent Number(s):

Additional numbers attached? Yes No

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

Name: F. Leslie Bessenger, III

6. Total number of applications and registrations involved:
One

7. Total fee (37 CFR 3.41): \$40

Enclosed (Please charge deficiency to deposit account)
 Authorized to be charged to deposit account

Internal Address: FINNEGAN, HENDERSON, FARABOW, GARRETT & DUNNER, L.L.P.

Street Address: 1300 I Street, N.W.

City: Washington, D.C.

State: Zip: 20005-3315

8. Deposit Account No.: 06-0916

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.

F. Leslie Bessenger, III
Name of Person Signing

F. Leslie Bessenger III
Signature

November 8, 2001
Date

Total number of pages including cover sheet, attachments and documents: 6

11/13/2001 ~~DATE~~ 00000024 09259498

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Office of the Secretary of State



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 MERGER, WHICH MERGES:

"CONCENTRIC NETWORK CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "NEXTLINK COMMUNICATIONS, INC." UNDER THE NAME OF "NEXTLINK COMMUNICATIONS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF JUNE, A.D. 2000, AT 12:01 O'CLOCK P.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

3153516 8100M

001307640

AUTHENTICATION: 0503508

DATE: 06-16-00

PATENT REEL: 012309 FRAME: 0792



STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:01 PM 06/16/2000
001307640 - 3153516

CERTIFICATE OF MERGER
OF
CONCENTRIC NETWORK CORPORATION
WITH AND INTO
NEXTLINK COMMUNICATIONS, INC.

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of Delaware, DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
NEXTLINK Communications, Inc.	Delaware
Concentric Network Corporation	Delaware

(each a "Constituent Corporation" and collectively the "Constituent Corporations").

SECOND: That an Amended and Restated Agreement and Plan of Merger and Share Exchange, dated as of May 10, 2000, by and among Concentric Network Corporation, a Delaware corporation, NEXTLINK Communications, Inc., a Delaware corporation, Eagle River Investments, L.L.C., Craig O. McCaw and NM Acquisition Corp. (now known as NEXTLINK Communications, Inc.) (the "Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 251 of the General Corporation Law of Delaware.

THIRD: That NEXTLINK Communications, Inc. (formerly known as NM Acquisition Corp.) shall be the surviving corporation of the merger (the "Surviving Corporation").

FOURTH: The Amended and Restated Certificate of Incorporation of NEXTLINK Communications, Inc. as it exists on the effective date of this merger shall remain and be the certificate of incorporation of the Surviving Corporation and shall be amended as set forth in Exhibit A hereto.

FIFTH: That the executed Agreement of Merger is on file at the principal place of business of the Surviving Corporation, the address of which is 1505 Farm Credit Drive, McLean, Virginia 22102.

SIXTH: That a copy of the Agreement of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger
to be duly executed as of this 16th day of June, 2000.

NEXTELINK COMMUNICATIONS, INC.

By: s/Gary D. Begeman

Name: Gary D. Begeman

Title: Vice President

Office of the Secretary of State

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 "NEXTLINK COMMUNICATIONS, INC.", CHANGING ITS NAME FROM "NEXTLINK COMMUNICATIONS, INC." TO "XO COMMUNICATIONS, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF OCTOBER, A.D. 2000, AT 4:30 O'CLOCK P.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 2000.



Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

3153516 8100

AUTHENTICATION: 0749582

001531015

DATE: 10-23-00

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

Nextlink Communications, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware, does hereby certify:

1. A resolution setting forth the following amendment to the corporation's Certificate of Incorporation and declaring the advisability of such amendment was duly adopted by the corporation's Board of Directors in accordance with the applicable provisions of Section 242 of the General Corporation Law of the State of Delaware:

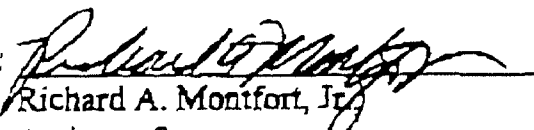
Article First of the Certificate of Incorporation is amended to read as follows:

"The name of the corporation is XO Communications, Inc."

2. In lieu of a meeting of the stockholders, written consent has been given for the adoption of said amendment in accordance with the applicable provisions of Section 228 and Section 242 of the General Corporation Law of the State of Delaware.

3. The amendment shall be effective on October 25, 2000.

NEXTLINK COMMUNICATIONS, INC.

By: 
Richard A. Montfort, Jr.
Assistant Secretary