

DEX ONE Corp
Form 144/A
March 24, 2010

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

FORM 144

**NOTICE OF PROPOSED SALE OF
SECURITIES**

**PURSUANT TO RULE 144 UNDER THE
SECURITIES ACT OF 1933**

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

**OMB
APPROVAL
OMB Number:
3235-0101
Expires: March
31, 2011
Estimated
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2.00
SEC USE
ONLY
DOCUMENT
SEQUENCE NO.**

**CUSIP
NUMBER**

**WORK
LOCATION**

1 (a) NAME OF ISSUER (Please type (b) IRS (c) S.E.C. FILE NO.
or print) IDENT. 001-07155
NO.
Dex One Corporation 13-2740040

1 (d) ADDRESS OF ISSUER STREET CITY STATE ZIP CODE (e) TELEPHONE NO.
1001 Winstead Drive Cary NC 27513 AREA
CODE NUMBER

919 297-1600

2 (a) NAME OF (b) (c) ADDRESS STREET CITY STATE ZIP CODE
PERSON FOR RELATIONSHIP
WHOSE ACCOUNT TO ISSUER One Franklin Parkway San 94403
THE SECURITIES 10%
ARE TO BE SOLD Stockholder
Franklin Resources,
Inc.

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a) (b)

Title of the Class of Securities To Be Sold	Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY	Broker-Dealer File Number	(c) Number of Shares or Other Units To Be Sold (See instr. 3(c))	(d) Aggregate Market Value (See instr. 3(d))	(e) Number of Shares or Other Units Outstanding (See instr. 3(e))	(f) Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.)	(g) Name of Each Securities Exchange (See instr. 3(g))
Common Stock	Barclays Securities 745 7th Ave New York, NY 10019			2,218	\$58,599.56	50,015,691	03 26 2010	NYSE

INSTRUCTIONS:

- 1. (a) Name of issuer
- (b) Issuer's I.R.S. Identification Number
- (c) Issuer's S.E.C. file number, if any
- (d) Issuer's address, including zip code
- (e) Issuer's telephone number, including area code
- 2. (a) Name of person for whose account the securities are to be sold
- (b) Such person's relationship to the issuer (e.g., officer, director, 10%
- 3. (a) Title of the class of securities to be sold
- (b) Name and address of each broker through whom the securities are intended to be sold
- (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
- (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
- (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
- (f) Approximate date on which the securities are to be sold
- (g) Name of each securities exchange, if any, on which the securities are intended to be sold

INSTRUCTIONS:**3. (a) Title of the class of securities to be sold**

stockholder, or member of immediate family of any of the foregoing)

(c) Such person's address, including zip code

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1147 (08-07)**TABLE I — SECURITIES TO BE SOLD**

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common Stock	01/29/10	Chapter 11 bankruptcy under a joint plan of reorganization	Dex One Corporation	15,264,757	January 29, 2010	Exchange pursuant to joint plan of reorganization

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a

note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
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REMARKS: See exhibit 99.1 of Form 3 filed on February 8, 2010 which is incorporated by reference herein. See exhibit 99.1 of this Form 144 which is incorporated by reference herein.

INSTRUCTIONS: ATTENTION: *The person for whose account the securities to which this notice relates are to be sold* See the definition of “person” in paragraph (a) of Rule 144. Information is to be given not only as *hereby represents by signing this notice that he does not know any material adverse information in regard to* to the person for whose account the securities are to be sold but also as to all other persons included *the current and prospective operations of the Issuer of the securities to be sold which has not been publicly* in that definition. In addition, information shall be given as to sales by all persons whose sales are *disclosed*. *If such person has adopted a written trading plan or given trading instructions to satisfy Rule* required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing *10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the* this notice. *instruction given, that person makes such representation as of the plan adoption or instruction date.*

March 24, 2010

/s/ROBERT C. ROSSELOT

**DATE OF
NOTICE**

(SIGNATURE)

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION, IF RELYING ON RULE 10B5-1
of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001) SEC 1147 (02-08)