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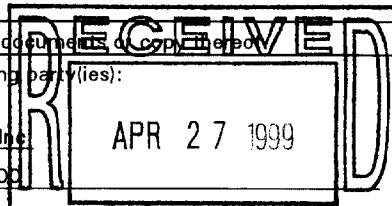


U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents

101032679

Original document or copy thereof



1. Name of conveying party(ies):  
PageMart, Inc. **4.27.99**

Individuals  Association  
 General Partnership -  Limited Partnership  
 Corporation-State: Delaware  
 Other \_\_\_\_\_

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

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

Name: PageMart Wireless, Inc  
 Internal Address: Suite 100  
 Street Address: 3333 Lee Parkway  
 City: Dallas State: Texas ZIP: 75219  
**Texas 75219**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation- Delaware  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designations must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_

Execution Date: January 28, 1998

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)  
75/366,142

Additional numbers attached?  Yes  No

Trademark Registration No.(s)\

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

Name: Kimberly Miller  
 Internal Address: White & Case LLP  
 \_\_\_\_\_  
 \_\_\_\_\_

Street Address: 1155 Avenue of the Americas  
 City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved 29

7. Total fee (37 CFR 3.41): ..... \$ 740.00

Enclosed  
 Authorized to be charged to deposit account, in case of deficiency

8. Deposit account number: \_\_\_\_\_  
 (23-1705 in case of deficiency)

(Attach duplicate copy of this page if paying by deposit account)

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 01 FC:481 40.00 OP  
 02 FC:482 700.00 OP

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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.*

Kimberly V. Miller *Kimberly V. Miller* 4/27/99  
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 3

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks**  
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## U.S. TRADEMARKS

MARK	SERIAL NO.	FILING DATE
ACTFAST	75/366,142	10/01/97
AXIS	75/366,160	10/01/97
DIALNOW	75/366,597	10/01/97
EASYSSTART	75/366,564	10/01/97
INFONEWS	75/515,731	04/08/94
INFONOW	74/507,720	03/31/94
INFOROAM	75/179,269	10/09/96
MISCELLANEOUS DESIGN - P LOGO WITH GLOBE WITH LINES N&S AMERICA	75/126,203	03/28/96
MISCELLANEOUS DESIGN (GLOBE WITHOUT LINES N&S AMERICA)	75/079,139	03/27/96
MISCELLANEOUS DESIGN (GLOBE WITHOUT LINES ASIA)	75/126,206	07/16/96
MISCELLANEOUS DESIGN (GLOBE WITHOUT LINES ASIA)	75/126,205	03/28/96
MUNDO INALAMBRICO	75/089,145	04/03/96
OMNIROAM	75/197,871	11/14/96
P & DESIGN	75/082,192	04/01/96
P LOGO	75/021,529	11/17/95
P LOGO	75/023,897	11/27/95
PACKFAST	75/366,565	10/01/97
PAGE 2	75/140,317	07/26/96
PAGE 2	75/140,316	07/26/96
PAGELAUNCHER	75/366,587	10/01/97
PAGEMART MAKES IT BEEP	75/126,208	03/28/96
PAGERANGER	75/366,501	10/01/97
PAGING AT THE SPEED OF LIFE	75/202,484	11/22/96
PPCC (PAGEMART Paging Control Center)	75/366,243	10/01/97

MARK	SERIAL NO	FILING DATE
RUNABOUT	75/244,986	02/20/97
SCOUT	75/366,221	10/01/97
STRIKE	75/366,338	10/01/97
TME & Design	75/126,207	03/28/96
TME	75/126,204	03/28/96

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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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 OWNERSHIP, WHICH MERGES:

"PAGEMART, INC.", A DELAWARE CORPORATION,

WITH AND INTO "PAGEMART WIRELESS, INC." UNDER THE NAME OF "PAGEMART WIRELESS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JANUARY, A.D. 1998, AT 8 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

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*Edward J. Freel, Secretary of State*

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AUTHENTICATION: 9603584

DATE: 03-01-99

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REEL: 1894 FRAME: 0454

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**CERTIFICATE OF OWNERSHIP AND MERGER  
MERGING  
PAGEMART, INC.  
INTO  
PAGEMART WIRELESS, INC.**

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Pursuant to Section 253 of the  
General Corporation Law of the State of Delaware

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PageMart Wireless, Inc. ("**Parent**"), a corporation organized and existing under the General Corporation Law of the State of Delaware (the "**General Corporation Law**"), does hereby certify that:

**FIRST:** PageMart, Inc., a Delaware corporation (the "**Company**"), was incorporated on May 8, 1989, pursuant to the General Corporation Law and is existing thereunder.

**SECOND:** Parent was incorporated on November 29, 1994, pursuant to the General Corporation Law and is existing thereunder.

**THIRD:** Parent owns of record 100% of the outstanding shares of Common Stock (the "**Shares**") of the Company, the Shares being the only stock of the Company outstanding.

**FOURTH:** At a meeting of the board of directors held on November 13, 1997, the board of directors of Parent adopted the following resolutions providing for the merger (the "**Merger**") of the Company into Parent, which resolutions have not been amended or rescinded and are in full force and effect:

**RESOLVED,** that pursuant to Section 253 of the General Corporation Law of the State of Delaware, PageMart, Inc. ("**PageMart**") shall be merged with and into the Corporation (the "**Merger**"), whereupon the separate existence of PageMart shall cease, and the Corporation shall be the Surviving Corporation (the "**Surviving Corporation**");

**RESOLVED**, that the Merger is hereby approved pursuant to the provisions of Section 253 of the General Corporation Law of the State of Delaware;

**RESOLVED**, that the Merger shall become effective upon filing of the Certificate of Ownership and Merger (the "**Effective Time**"); **provided**, however that the Merger shall not become effective until such time as (a) PageMart shall have consummated its tender offer for, and solicitation of consents to permit the Merger and the Note Issuance (as defined below) from the holders of, its 12¼% Senior Discount Notes due 2003, (b) the Corporation shall have consummated its solicitation of consents to permit the Merger and the Note Issuance (as defined below) from the holders of its 15% Senior Discount Exchange Notes due 2005, (c) the Revolving Credit Agreement with BT Commercial Corporation, as Agent, and Bankers Trust Company, as Issuing Bank shall have been amended to permit the Merger and the Note Issuance (as defined below); (d) the consent of the Federal Communication Commission with respect to the transfer in the Merger of the communication licenses held by PageMart or its Subsidiaries shall have been obtained, (e) the Corporation shall have received all other consents or approvals necessary to permit the Merger or Note Issuance other than those that the failure to receive would not have a material adverse effect on the Corporation and (f) Morgan Stanley & Co. Incorporated shall have advised the Board of Directors of the Corporation that all conditions (other than the Merger) to the issuance of the Corporation's Senior Discount Notes due 2007 (the "**Note Issuance**") shall have been satisfied or waived;

**RESOLVED**, that at the Effective Time each share of common stock, par value \$.0001 per share, of PageMart outstanding immediately prior to the Effective Time be retired;

**RESOLVED**, that from and after the Effective Time, until successors are duly elected or appointed in accordance with applicable law, the directors of the Corporation at the Effective Time shall be the directors of the Surviving Corporation, and the officers the Corporation of at the Effective Time shall be the officers of the Surviving Corporation;

**RESOLVED**, that from and after the Effective Time, the name of the Surviving Corporation shall be "PageMart Wireless, Inc.";

**RESOLVED**, that from and after the Effective Time, the bylaws and certificate of incorporation of the Corporation shall be the bylaws and certificate of incorporation of the Surviving Corporation; and

**RESOLVED**, that the officers of the Corporation are, and each of them hereby is, authorized and directed to take or cause to be taken all such further actions, and to execute and deliver or cause to be delivered all such further instruments and documents in the name and on behalf of the Corporation (including, without limitation, a Certificate of Ownership and Merger in the form approved by counsel for the Corporation) and to incur all such fees and expenses, all as in their judgment they deem necessary or advisable in order to carry into effect each of the foregoing resolutions, and that the actions of any officer of the Corporation authorized by the foregoing resolutions or which would have been authorized by the foregoing resolutions except that such actions were taken prior to the adoption of such resolutions be, and they hereby are, ratified, confirmed, approved and adopted as actions of the Corporation.

IN WITNESS WHEREOF, PageMart Wireless, Inc. has caused this Certificate of Ownership and Merger to be executed in its corporate name by its duly authorized officer this 28<sup>th</sup> day of January, 1998.

PAGEMART WIRELESS, INC.

By: \_\_\_\_\_



Name: G. Clay Myers

Title: Vice President Finance,  
Chief Financial Officer and  
Treasurer

(NY) 14029/130/MISC97/merger.cert.wpd

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RECORDED: 04/27/1999

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