

(Rev. 6-93)
OMB No. 0651-001 (exp. 4/94)
Tab settings ⇄ ⇄ ⇄ ▼

09-01-1999



101132033

Attached original documents or copy thereof.

Address of receiving party(ies):

To the Honorable Commissioner of Patents

1. Name of conveying party(ies):
MobileMedia Communications, Inc.

Individual(s) Association
 General Partnership Limited Partnership
X Corporation-State Delaware
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

Name: MobileMedia Communications, Inc.

Internal Address: Suite 250

Street Address: 1800 West Park Drive

City: Westborough State: MA ZIP: 01581

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

X Corporation-State 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: 8-30-99
 Assignment Merger
 Security Agreement Change of Name
X Other Merger and Change of Name

Execution Date: June 3, 1999

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

A. Trademark Application No.(s)
75/403,486 75/490,869

B. Trademark Registration No.(s) 1,352,543
2,024,504 1,597,262 1,911,808 1,920,780
1,912,366 1,858,246 1,879,629 1,900,117
1,880,488 1,870,810 2,154,348 1,787,410
1,777,090 1,862,970 1,782,944 1,658,729
1,948,790

Additional numbers attached? Yes No

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

Name: Michael J. Bevilacqua, Esq.

Internal Address: Hale and Dorr LLP

~~09/01/1999 DCDATES 00000011 080219 75403486~~

~~01 FC:481 40.00 CH~~
~~02 FC:482 475.00 CH~~

Street Address: 60 State Street

City: Boston State: MA ZIP: 02109

6. Total number of applications and registrations involved: 20

7. Total fee (37 CFR 3.41) \$ 800.00

Enclosed **800E**

X Authorized to be charged to deposit account
Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number:

08-0219

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

DO NOT USE THIS SPACE

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.

Sarah L. Byrne

Name of Person Signing

Sarah L. Byrne

Signature

8/31/99

Date

Total number of pages including cover sheet, attachments, and document: 7

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

Commissioner of Patents & Trademarks, Box Assignments

Washington, D.C. 20231

TRADEMARK
REEL: 001951 FRAME: 0444

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:

"MOBILEMEDIA COMMUNICATIONS, INC.", A DELAWARE CORPORATION, WITH AND INTO "FARM TEAM CORP." UNDER THE NAME OF "MOBILEMEDIA COMMUNICATIONS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF JUNE, A.D. 1999, AT 9 O'CLOCK A.M.

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



2932287 8100M

991221463

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 9782414

DATE: 06-03-99

CERTIFICATE OF MERGER

OF

**MOBILEMEDIA COMMUNICATIONS, INC.
(a Delaware corporation)**

INTO

**FARM TEAM CORP.
(a Delaware corporation)**

Farm Team Corp., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), 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>
MobileMedia Communications, Inc.	Delaware
Farm Team Corp.	Delaware

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the surviving corporation of the merger is Farm Team Corp.

FOURTH: That the Certificate of Incorporation of Farm Team Corp. shall be the Certificate of Incorporation of the surviving corporation, except that the name of the corporation shall be MobileMedia Communications, Inc.

FIFTH: That the bylaws of Farm Team Corp. shall be the bylaws of the surviving corporation, except that the name of the corporation shall be MobileMedia Communications, Inc.

SIXTH: That the directors of Farm Team Corp. shall be the directors of the surviving corporation.

SEVENTH: That the officers of Farm Team Corp. shall be the officers of the surviving corporation.

EIGHTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 1800 West Park Drive, Suite 250, Westborough, MA 01581.

NINTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation upon request and without cost to any stockholder of any constituent corporation.

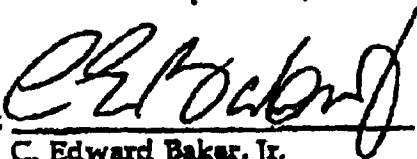
TENTH: That, pursuant to Section 303(c) of the DGCL, provision for the making of this Certificate of Merger is contained in an order of a court having jurisdiction of a proceeding under Chapter 11 of Title 11 of the United States Code for the reorganization of MobileMedia Communications, Inc.

TENTH: That this Certificate of Merger shall be effective upon the filing hereof with the Secretary of State of the State of Delaware.

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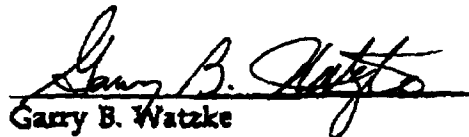
IN WITNESS WHEREOF, Farm Team Corp. has caused this Certificate to be executed by its Chairman of the Board and Chief Executive Officer and attested by its Secretary this 3rd day of June, 1999.

FARM TEAM CORP.
(a Delaware corporation)

By: 
C. Edward Baker, Jr.
Chairman of the Board and
Chief Executive Officer

Dated: June 3, 1999

ATTEST:


Garry B. Watzke
Secretary