

RECO

11-07-2000



101507126

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New** 10-3-60
- Resubmission (Non-Recordation)**
Document ID# _____
- Correction of PTO Error**
Reel # _____ Frame # _____
- Corrective Document**
Reel # _____ Frame # _____

Conveyance Type

- Assignment**
- Security Agreement**
- Merger**
- Change of Name**
- Other** _____
- License**
- Nunc Pro Tunc Assignment**
- Effective Date
Month Day Year
9/20/00

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
9/20/00

Name Arch Paging, Inc.

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization** Delaware

Receiving Party

Mark if additional names of conveying parties attached

Name Arch Wireless Holdings, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1800 West Park Drive, Suite 250

Address (line 2) _____

Address (line 3) Westborough, Massachusetts 01581-3912
City State/County Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization** Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

Domestic Representative Name and Address

Enter for the First Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number (415) 777-3999

Name Anna C. Silva, Esq.

Address (line 1) Steinhart & Falconer LLP

Address (line 2) 333 Market Street, Suite 3200

Address (line 3) San Francisco, California 94105

Address (line 4) _____

Pages Enter the total number of pages of the attached conveyance document including any attachment. # 3

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<u>78025585</u>	<u>78021672</u>	<u>78001685</u>	_____	_____	_____
<u>78015003</u>	<u>78005020</u>	_____	_____	_____	_____
<u>78025588</u>	<u>78014812</u>	_____	_____	_____	_____

Number of Properties Enter the total number of properties involved. # 7

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 190.00

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 19-4215

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Anna C. Silva, Esq.


Signature

10/2/00
Date Signed

Name of Person Signing

State of Delaware

PAGE 1

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 "ARCH PAGING, INC.", CHANGING ITS NAME FROM "ARCH PAGING, INC." TO "ARCH WIRELESS HOLDINGS, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF SEPTEMBER, 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 SEPTEMBER, A.D. 2000, AT 9 O'CLOCK A.M.



Edward J. Freel
Edward J. Freel, Secretary of State

2414295 8100

AUTHENTICATION: 0687201

001475740

DATE: 09-21-00

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
ARCH PAGING, INC.**

Arch Paging, Inc. (the "Corporation"), organized and existing under and by virtue of the General Law of the State of Delaware, does hereby certify as follows:

The Board of Directors of the Corporation duly adopted by written consent, pursuant to Sections 141(f) and 242 of the General Corporation Law of Delaware, a resolution setting forth an amendment to the Certificate of Incorporation of the Corporation and declaring said amendment to be advisable. The sole stockholder of the Corporation duly approved said proposed amendment in accordance with Section 242 of the General Corporation Law of the State of Delaware by written consent in accordance with Sections 228 and 242 of the General Corporation Law of the State of Delaware. The resolution setting forth the amendment is as follows:

RESOLVED: That Article FIRST of the Certificate of Incorporation of the Corporation be amended and restated in its entirety as follows: "The name of the corporation is Arch Wireless Holdings, Inc."

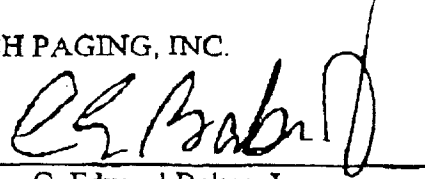
This amendment to the Corporation's Certificate of Incorporation is to be effective as of Monday, September 25, 2000 at 9:00 am (EST).

[REMAINDER OF PAGE LEFT BLANK INTENTIONALLY]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its Chief Executive Officer this 20th day of September, 2000.

ARCH PAGING, INC.

By:



C. Edward Baker, Jr.
Chief Executive Officer

karen johnson - 3109100015 11:58am zhengcheng@emv.com

State of Delaware

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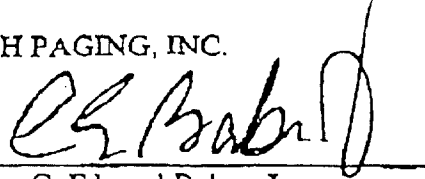
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