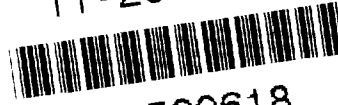


11-20-2000

RECORD



101520618

Our Ref: 43772-0000

T

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

**Submission Type**

New  
 Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_  
 Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_  
 Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

*MIBD  
10-17-00*

**Conveyance Type**

Assignment  License  
 Security Agreement  Nunc Pro Tunc Assignment  
 Merger  
 Change of Name  
 Other \_\_\_\_\_

Effective Date  
Month Day Year  
8/1/2000

**Conveying Party**

\_\_\_\_ Mark if additional names of conveying parties attached

Name Infusion Acquisition Corp

Execution Date  
Month Day Year

8/1/2000

Formerly \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Corporation  Association  
 Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

**Receiving Party**

\_\_\_\_ Mark if additional names of receiving parties attached

Name Amherst FiberOptics, Inc.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 750 Old Hickory Boulevard

Address (line 2) Suite 100

Address (line 3) Brentwood, Tennessee 37027

Individual  General Partnership  Limited Partnership  Corporation  Association  
 Other \_\_\_\_\_

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.)

Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231

**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 212-309-7059

Name Elisabeth S. Bradley

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036-5869

**Pages** Enter the total number of pages of the attached conveyance document including any attachments.

# 4

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

Mark if additional numbers are 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)

2,000,244

**Number of Properties** Enter the total number of properties involved. # 1

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment: Enclosed X Deposit Account \_\_\_\_\_

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: 13-4520

Authorization to charge additional fees: Yes X 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.*

Elisabeth S. Bradley

Name of Person Signing

Elisabeth S. Bradley / ESB

Signature

10/17/00

Date Signed

Office of the Secretary of State

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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 AMENDMENT OF "INFUSION ACQUISITION CORP.", CHANGING ITS NAME FROM "INFUSION ACQUISITION CORP." TO "AMHERST FIBEROPTICS, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF AUGUST, A.D. 2000, AT 12 O'CLOCK P.M.

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



3258012 8100

001387901

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

Edward J. Freel, Secretary of State

0594326

AUTHENTICATION:

08-01-00

DATE:

TRADEMARK

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
INFUSION ACQUISITION CORP.

Pursuant to Section 242 of the Delaware  
General Corporation Law

INFUSION ACQUISITION CORP., a Delaware corporation, hereby certifies as follows:

FIRST: The Certificate of Incorporation of the Corporation was originally filed in the Office of the Secretary of State of Delaware on July 11, 2000, and a certified copy was recorded in the Office of the Recorder of Kent County, Delaware.

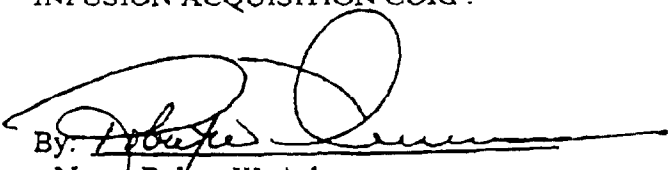
SECOND: The Certificate of Incorporation is amended to change the name of the Corporation by striking Article One of the Certificate of Incorporation in its entirety and inserting the following new Article One as follows:

"FIRST: The name of the Corporation (the "Corporation") is: Amherst FiberOptics, Inc."

THIRD: This Amendment to the Certificate of Incorporation was duly adopted by the unanimous written consent of the Board of Directors in accordance with Sections 141(f) and 242 of the Delaware General Corporation Law and by the written consent of the necessary number of shares as required by statute in accordance with Section 228 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment of its Certificate of Incorporation to be executed by its Chief Executive Officer this 1st day of August, 2000.

INFUSION ACQUISITION CORP.

By:   
Name: Robert W. Ackerman  
Title: Chief Executive Officer