

1-31-92

11-29-2000

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Patent and Trademark Office
Attorney Docket No: WEMU516785
documents or copy thereof.

101531413

To the Honorable Commissioner for Trade

1. Name of conveying party:

Western Multiplex Corporation

- Individuals
- General Partnership
- Corporation-State of California
- Other _____
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution date: November 1, 1999

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

Name: Western Multiplex Corporation
Address: 1196 Borregas Avenue
City: Sunnyvale State: CA ZIP: 94089

- Individual(s) citizenship _____
- Association State of _____
- General Partnership State of _____
- Limited Partnership State of _____

Corporation-State of Delaware

Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No(s). 75/748,922; 75/508,600; 75/621,586

B. Trademark Registration No(s). 1,317,724; 2,076,271; 1,298,505; 2,067,842

Additional numbers attached? Yes No

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

Bruce E. O'Connor, Esq.
CHRISTENSEN O'CONNOR
JOHNSON KINDNESS^{PLLC}
1420 Fifth Avenue
Suite 2800
Seattle, WA 98101-2347
206.682.8100

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41):\$ 190.00

Check No. 122056 in the amount of \$190.00 is enclosed.

8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

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.

Bruce E. O'Connor
Name of Attorney or Agent
Registration No. 24,849
Direct Dial 206.695.1700

Signature

Date

11/2/00

Total number of pages including cover sheet, attachments and document: 4

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

I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to: Commissioner of Patents and Trademarks, Washington, D.C. 20231.

Date: 11/2/00

Shannon Hill

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 OWNERSHIP, WHICH MERGES:

"WESTERN MULTIPLEX CORPORATION", A CALIFORNIA CORPORATION, WITH AND INTO "WESTERN MULTIPLEX CORPORATION" UNDER THE NAME OF "WESTERN MULTIPLEX CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF NOVEMBER, A.D. 1999, AT 4 O'CLOCK P.M.

2630314 8100M

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

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

0567071

07-19-00

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING**

**WESTERN MULTIPLEX CORPORATION, A CALIFORNIA CORPORATION
WITH AND INTO
WESTERN MULTIPLEX CORPORATION, A DELAWARE CORPORATION**

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

Pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL"), Western Multiplex Corporation, a Delaware corporation (the "Corporation"), hereby certifies the following:

FIRST: The names and states of incorporation of each of the constituent corporations to the Merger are as follows: Western Multiplex Corporation, a California corporation ("WMC California"), and Western Multiplex Corporation, a Delaware corporation.

SECOND: The Corporation owns 100% of the outstanding shares of the common stock, par value \$0.01 per share, of WMC California, and WMC California has no other class of capital stock outstanding.

THIRD: That this Corporation, pursuant to Section 141(f) of the DGCL, by the following resolutions of its Board of Directors, duly adopted on October 31, 1999 by the unanimous written consent of its Board of Directors, determined to merge WMC California with and into the Corporation pursuant to Section 253 of the DGCL:

WHEREAS, the Corporation owns 100% of the outstanding shares of the common stock, par value \$0.01 per share, of Western Multiplex Corporation, a California corporation ("WMC California"), which is the only class of capital stock of WMC California outstanding; and

WHEREAS, the Board has deemed it advisable that WMC California be merged with and into the Corporation pursuant to Section 253 of the DGCL;

NOW, THEREFORE, BE IT RESOLVED, that WMC California be merged into the Corporation pursuant to and in accordance with Section 253 of the DGCL (the "Merger") and that all of WMC California's property, rights, privileges and other assets be transferred to, and all of its obligations and liabilities be assumed by, the Corporation;

FURTHER RESOLVED, that the Corporation shall be the surviving corporation in the Merger (the "Surviving Corporation");

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FURTHER RESOLVED, that the Merger shall become effective at the time specified in a Certificate of Ownership and Merger which shall set forth the above resolutions and be filed with the Secretary of State of the State of Delaware, or at such later time as is specified therein;

FURTHER RESOLVED, that the proper officers of the Corporation be, and each of them hereby is, authorized to make, execute and acknowledge, in the name of the Corporation, a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware in such form as the officer or officers executing the same shall approve, the signature of such officer thereon to be conclusive evidence of the approval of such form;

FURTHER RESOLVED, that all actions heretofore taken to date, and any and all things heretofore done by any officer or director of the Corporation in furtherance of and consistent with the matters authorized by the foregoing resolutions, are hereby in all respects authorized, approved, ratified and confirmed; and

FURTHER RESOLVED, that the proper officers of the Corporation be, and each of them hereby is, authorized in the name and on behalf of the Corporation to take any and all actions they deem necessary or advisable in connection with the Merger,

FOURTH: The Merger shall become effective at 11:59 p.m. on November 1, 1999.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by its duly authorized officers, this 3/ day of October, 1999.

WESTERN MULTIPLEX CORPORATION,
a Delaware corporation

By


Name: Jonathan N. Zakin

Title: President