

12-05-2000



101539043

MS

11.14.00

COVER SHEET ONLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Attached original documents or copy thereof.

To the Honorable Commiss

1. Name of conveying party(ies):

Arch Michigan, Inc.

341 West Lovell

Kalamazzo, Michigan 49007

- Association
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: Arch Communications Enterprises LLC

Internal Address:

Street Address: 1800 West Park Drive

City: Westborough State: MA Zip: 01581

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State: Delaware limited liability company
Other

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

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

3. Nature of conveyance:

- Assignment Merger
Security Agreement Change of Name
Other

Execution Date: December 31, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1919000 ARCH NATIONWIDE PAGING

1651718 PAGE MICHIGAN

Additional numbers attached? Yes No

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

Name: Michael Bevilacqua, Esquire

Internal Address: Hale and Dorr LLP

Street Address: 60 State Street

City: Boston State: MA ZIP: 02109

6. Total number of applications and registration involved:

2

7. Total fee (37 CFR 3.41) \$65.00

- Enclosed
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.

Michael Bevilacqua, Esquire

Name of Person Signing

Signature

November 9, 2000

Date

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

100.415.493

Hale and Dorr LLP Docket Number

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:

"ARCH CAPITOL DISTRICT, INC.", A NEW YORK CORPORATION,

"ARCH COMMUNICATIONS SERVICES, INC.", A NEW YORK CORPORATION,

"ARCH MICHIGAN, INC.", A DELAWARE CORPORATION,

"ARCH SOUTHEAST COMMUNICATIONS, INC.", A DELAWARE CORPORATION,

"THE WESTLINK COMPANY", A DELAWARE CORPORATION,

WITH AND INTO "ARCH COMMUNICATIONS ENTERPRISES LLC" UNDER THE NAME OF "ARCH COMMUNICATIONS ENTERPRISES LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1998, AT 1:07 O'CLOCK P.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2971802 8100M

AUTHENTICATION: 9499593

981507032

DATE: 12-31-98

CERTIFICATE OF MERGER**OF****ARCH CAPITOL DISTRICT, INC.
(a New York corporation)****ARCH COMMUNICATIONS SERVICES, INC.
(a New York corporation)****ARCH MICHIGAN, INC.
(a Delaware corporation)****ARCH SOUTHEAST COMMUNICATIONS, INC.
(a Delaware corporation)****THE WESTLINK COMPANY
(a Delaware corporation)****INTO****ARCH COMMUNICATIONS ENTERPRISES LLC
(a Delaware limited liability company)**

Arch Communications Enterprises LLC, a limited liability company organized and existing under and by virtue of the Delaware Limited Liability Company Act, does hereby certify:

FIRST: That the name and jurisdiction of incorporation of each of the constituent corporations and the limited liability company of the merger (collectively, the "Consistent Entities") is as follows:

<u>Name</u>	<u>Jurisdiction of Incorporation</u>
Arch Capitol District, Inc.	New York
Arch Communications Services, Inc.	New York
Arch Michigan, Inc.	Delaware
Arch Southeast Communications, Inc.	Delaware
The Westlink Company	Delaware
Arch Communications Enterprises LLC	Delaware

SECOND: That an Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with the requirements of Subsection (b) of Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: That the name of the surviving limited liability company of the merger is Arch Communications Enterprises LLC.

FOURTH: That this Certificate of Merger shall be effective at 12:25 p.m., Eastern Time, on December 31, 1998.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving limited liability company. The address of said principal place of business is 1800 West Park Drive, Suite 250, Westborough, Massachusetts 01581.

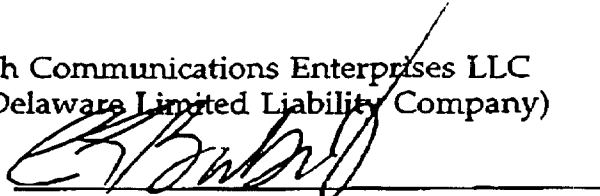
SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving limited liability company upon request and without cost to any stockholder of any other Constituent Entity or to any member of the surviving limited liability company.

[Remainder of page left intentionally blank]

IN WITNESS WHEREOF, Arch Communications Enterprises LLC has caused this Certificate to be executed this 27th day of December, 1998.

Arch Communications Enterprises LLC
(a Delaware Limited Liability Company)

By: _____



C. Edward Baker, Jr.
Authorized Person

cathd/petty/100415.115/dec98_rest/Crt.ofMerg/API2.wpf