

12-05-2000

FORM PTO-1594

(Rev. 6-93)

OMB No. 0651-001 (exp. 4/94)



COVER SHEET ONLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

To the Honorable Commission

attached original documents or copy thereof.

101539047

MR
11.14.00

1. Name of conveying party(ies):

Arch Communications Group, Inc.

1800 West Park Drive

Westborough, MA 01581

- 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 Wireless, Inc.

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
- 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:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: September 25, 2000

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

A. Trademark Application No.(s)

75/495392 ZOOMLINK

B. Trademark Registration No.(s)

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:

1

7. Total fee (37 CFR 3.41).....\$40.00

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

TRADEMARK REEL: 002187 FRAME: 0211

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:

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

WITH AND INTO "ARCH COMMUNICATIONS GROUP, INC." UNDER THE NAME OF "ARCH WIRELESS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF SEPTEMBER, A.D. 2000, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 2000, AT 9 O'CLOCK A.M.

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



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

Edward J. Freel, Secretary of State

2283439 8100M

AUTHENTICATION: 0687276

001475758

DATE: 09-21-00

TRADEMARK
REEL: 002187 FRAME: 0212

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
ARCH WIRELESS, INC.
INTO
ARCH COMMUNICATIONS GROUP, INC.**

Pursuant to Section 253 of the General Corporation Law of the State of Delaware, Arch Communications Group, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Corporation is incorporated pursuant to the General Corporation Law of the State of Delaware.

SECOND: That the Corporation owns all of the outstanding shares of the capital stock of Arch Wireless, Inc., a Delaware corporation (the "Subsidiary").

THIRD: That the Corporation, by the following resolutions of its Board of Directors, duly adopted by written consent on September 15, 2000, determined to merge Subsidiary into the Corporation and change the Corporation's corporate name to "Arch Wireless, Inc." on the conditions set forth in such resolutions:

RESOLVED: That the Corporation is hereby authorized to make a capital contribution in the amount of one dollar (\$1.00) in exchange for all of the outstanding shares of capital stock of Arch Wireless, Inc., a Delaware corporation formed solely for the purpose of effecting a change in the corporate name of the Corporation (the "Subsidiary").

RESOLVED: That following its acquisition of all of the outstanding shares of capital stock of the Subsidiary, the Corporation shall, pursuant to Section 253 of the Delaware Code, merge into itself the Subsidiary and shall assume all of the Subsidiary's liabilities and obligations (the "Merger"); and that upon the effectiveness of the Merger, the Corporation's corporate name shall be changed to "Arch Wireless, Inc."

RESOLVED: That the Corporation, as the sole stockholder of the Subsidiary, be and hereby is authorized to take such actions as are necessary or appropriate to effect the Merger.

RESOLVED: That each of the Chairman of the Board and Chief Executive Officer, the President and Chief Operating Officer, the Executive Vice President and Chief Financial Officer and the Senior Vice President, General Counsel and Secretary of the Corporation be and hereby is authorized and directed to prepare, execute and file with the Secretary of State of the State of Delaware a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge the Subsidiary into the Corporation and to assume the liabilities and obligations of said Subsidiary and to change the Corporation's corporate name to "Arch Wireless, Inc." upon the effectiveness of the Merger, the execution and filing thereof to be conclusive evidence of such approval and the authorization therefor by the Board of Directors of the Corporation.

FOURTH: That the Merger of Subsidiary into the Corporation 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 its corporate seal to be affixed
and this Certificate of Ownership and Merger to be signed by its Chairman of the Board and
Chief Executive Officer this 20th day of September, 2000.

ARCH COMMUNICATIONS GROUP, INC.

By:



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



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