

12-05-2000



To the Honorable Commissioner of Patents and Trademarks: Please

101539038

eof.

1. Name of conveying party(ies):
USA Mobile Communications, Inc. III **UIC**
1800 West Park Drive
Westborough, MA 01581 **11-14-00**

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 Paging, 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: _____

4. Application number(s) or trademark number(s):
A. Trademark Application No.(s)
Additional numbers attached? Yes No

B. Trademark Registration No.(s)
2029699 USAMOBILE

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 November 9, 2000
Name of Person Signing Signature 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

State of Delaware

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 COMMUNICATIONS ENTERPRISES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "USA MOBILE COMMUNICATIONS, INC. III" UNDER THE NAME OF "ARCH PAGING, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JUNE, A.D. 1998, AT 1:16 O'CLOCK P.M.

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



2414295 8100M

981251963

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 9168528

DATE: 06-29-98

TRADEMARK
REEL: 002190 FRAME: 0855

CERTIFICATE OF MERGER

OF

**ARCH COMMUNICATIONS ENTERPRISES, INC.
(a Delaware corporation)**

INTO

**USA MOBILE COMMUNICATIONS, INC. III
(a Delaware corporation)**

USA Mobile Communications, Inc. III, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

| <u>Name</u> | <u>State of Incorporation</u> |
|---------------------------------------|-------------------------------|
| USA Mobile Communications, Inc. III | Delaware |
| Arch Communications Enterprises, Inc. | Delaware |

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the merger is USA Mobile Communications, Inc. III .

FOURTH: That the Certificate of Incorporation of USA Mobile Communications, Inc. III, a Delaware corporation which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation, except to the extent amended hereby as follows:

Article FIRST of the Certificate of Incorporation of the surviving corporation be and hereby is amended to read in its entirety as follows:

"First. The name of the Corporation is Arch Paging, Inc."

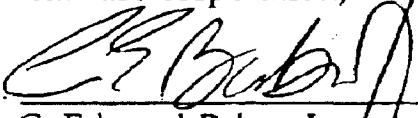
FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 1800 West Park Drive, Suite 250, Westborough, MA 01581.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation upon request and without cost to any stockholder of any constituent corporation.

SEVENTH: That this Certificate of Merger shall be effective upon filing.

IN WITNESS WHEREOF, USA Mobile Communications, Inc. III has caused this Certificate to be executed by its Chief Executive Officer this 29th day of June, 1998.

USA MOBILE
COMMUNICATIONS, INC. III
(a Delaware corporation)

By: 
C. Edward Baker, Jr.
Chief Executive Officer