

1.22.c1

01-31-2001



TER SHEET
ONLY

101600367

See the attached original documents or copy thereof.

To the Honorable Commission

1. Name of conveying party(ies)
Flash Comm, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State
 Other _____

2. Name and address of receiving party(ies)

Name: Terion, Inc.

Internal Address: _____

Street Address: 420 North Wickham Road

City: Melbourne State: Florida ZIP: 32935

Association _____
 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

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

3 Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: February 22, 1999

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

A. Trademark Application No.(s)
75/072,324

B. Trademark Registration No.(s)
2,166,247
2,168,044
2,225,070

Additional numbers attached? Yes No

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

Name: David J. Thibodeau, Jr. Esq.

Internal Address: _____

Hamilton, Brook, Smith & Reynolds, P.C.

Street Address: Two Militia Drive

City: Lexington State: MA ZIP: 02421-4799

6. Total number of applications and registrations involved: [6]

7. Total Fee (37 C.F.R. 3.41)..... \$ 165.00

Enclosed
 Authorized to charge any deficiencies or credit any overpayment to deposit account
 Authorized to be charged to deposit account

8. Deposit account number:
08-0380

(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.

David J. Thibodeau, Jr. [Signature] January 19, 2001
 Name of Person Signing Signature Date

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

01/30/2001 DBYRNE 00000204 75072324 40.00 OP
 01 FC:481
 125.00 OP

TRADEMARK
REEL: 002226 FRAME: 0588

4.B. Trademark Registration Nos.

2,249,921

2,379,814

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 AMENDMENT OF "FLASH COMM, INC.", CHANGING ITS NAME FROM "FLASH COMM, INC." TO "TERION, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 1999, AT 9 O'CLOCK A.M.



A handwritten signature in black ink, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

AUTHENTICATION: 0830904

DATE: 12-04-00

2436344 8100

001598595

TRADEMARK
REEL: 002226 FRAME: 0590

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF RESTATED CERTIFICATE OF INCORPORATION
OF
FLASH COMM, INC.

Flash Comm, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That a resolution setting forth a proposed amendment of the Restated Certificate of Incorporation of the Corporation was duly adopted by the Board of Directors of the Corporation at a meeting of the Board of Directors, at which meeting the Directors declared the amendment to be advisable and recommended the amendment for consideration by the stockholders of the Corporation. The resolution setting forth the proposed amendment is as follows:

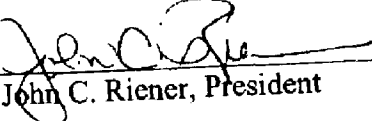
RESOLVED: That Article I of the Restated Certificate of Incorporation be amended, effective upon filing with the Secretary of the State of Delaware, to read "The name of the corporation is Terion, Inc."

SECOND: That the holders of a majority of the stock of the Corporation entitled to vote have consented to and authorized the amendment by written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the amendment was duly adopted in accordance with the provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

I, THE UNDERSIGNED, being the President of the Corporation, hereby declare and certify that this is my act and deed and the facts herein stated are true, and accordingly, I have executed this Certificate of Amendment of Restated Certificate of Incorporation the 18th day of February, 1999.

FLASH COMM, INC.

By: 
John C. Riener, President