



To The Honorable Commission

101963353

attached original documents or copy thereof.

1. Name of conveying party(ies):
Edgeflow Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State: **Delaware**
- Other:

Additional name(s) of conveying party(ies) attached? YES NO

- 3. Nature of Conveyance:
- Assignment Merger
- Security Agreement Change of Name
- Other:

Execution Date: **July 31, 2001**

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

Name: **Meriton Networks Inc.**
 Internal Address: **c/o Corporation Service Company, 2711 Centerville Road, Suite 400**
 Street Address: **c/o Corporation Service Company, 2711 Centerville Road, Suite 400**
 City: **Wilmington**
 State: **Delaware** ZIP: **19808**

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: **Delaware**
- Other:

If assignee is not dom ciled in the United States, a domestic representative designation is attached: YES NO
 (Designation must be a separate document from Assignment)
 Additional name(s) & address attached? YES NO

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

- A. Trademark Application No.(s)
- 76/096,104 **76/303,418**
- 76/119,445 **76/303,419**
- 76/181,750 **78/074,839**

B. Trademark registration No.(s)

Additional numbers attached? YES NO

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

Name: **Laura Genovese Miller**
 Internal Address:
WOODCOCK WASHBURN KURTZ MACKIEWICZ & NORRIS LLP
One Liberty Place - 46th Floor
 Street Address: **1650 Market Street**
 City: **Philadelphia** State: **Pennsylvania**
 ZIP: **19103-7301**

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 3.41):.....\$**165.00**

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: **23-3050**
(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.

Laura Genovese Miller

Laura Genovese Miller

December 27, 2001

Name of Person Signing

Signature

Date

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

01/28/2002 LMUELLER 00000156 76096104

Commissioner of Patents and Trademarks

01 FC:481
02 FC:482

40.00 OP
125.00 OP

**Box Assignments
Washington, D.C. 20231**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project. (0651-0011).

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, 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 "EDGEFLOW, INC.", CHANGING ITS NAME FROM "EDGEFLOW, INC." TO "MERITON NETWORKS INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF NOVEMBER, A.D. 2001, AT 9 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1456974

DATE: 11-20-01

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 11/20/2001
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EXECUTION COPY

**CERTIFICATE OF AMENDMENT
OF
THE THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
EDGEFLOW, INC.**

edgflow, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware DOES HEREBY CERTIFY:

FIRST: The original Certificate of Incorporation of 4132000 Delaware Inc. was filed with the Secretary of State of Delaware on April 13, 2000.

SECOND: The Amended and Restated Certificate of Incorporation of edgflow, Inc. was filed with the Secretary of State of the State of Delaware on August 11, 2000.

THIRD: The Second Amended and Restated Certificate of Incorporation of edgflow, Inc. was filed with the Secretary of State of the State of Delaware on October 16, 2000.

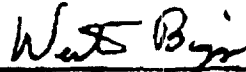
FOURTH: The Third Amended and Restated Certificate of Incorporation of edgflow, Inc. was filed with the Secretary of State of the State of Delaware on July 31, 2001.

FIFTH: Article I of the Third Amended and Restated Certificate of Incorporation of the Corporation shall be amended and restated to read in full as follows:

"1. The name of the corporation (hereinafter called the "Corporation") is Meriton Networks Inc."

SIXTH: The foregoing amendment to the Third Amended and Restated Certificate of Incorporation has been duly adopted by the Corporation's Board of Directors and stockholders in accordance with the applicable provisions of Section 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, this Amendment to the Third Amended and Restated Certificate of Incorporation has been signed by the President of the Corporation this 31st day of July, 2001.



Wes Biggs, President and
Chief Executive Officer