



To The Honorable Commissioner of Patents and Trademarks

102033144

Documents or copy thereof.

1. Name of conveying party(ies)
Supernet, Inc.

2002 MAR -6 PM 2: 19

- Individual(s)
- General Partnership
- Corporation-State: New Jersey
- Other:

FINANCE SECTION

3-6-02

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

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

Execution Date: January 29, 2002

2. Name and address of receiving party(ies):
Name: FASTNET Exchange Corp.
Internal Address:

Street Address: 3864 Courney Street, Suite 130
City: Bethlehem
State: Pennsylvania ZIP: 18017

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: New Jersey
- Other:

If assignee is not domiciled 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)

B. Trademark registration No.(s) |
2,136,830

Additional numbers attached? YES NO

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

Name: Camille M. Miller
Internal Address:
WOODCOCK WASHBURN 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:
1

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

- 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.

Camille M. Miller
Name of Person Signing

Camille M. Miller
Signature

3/6/02
Date

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

Do not detach this portion

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

**Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231**

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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).

MRE

**CERTIFICATE OF MERGER
OF
SUPERNET INC.
AND
FASTNET EXCHANGE CORP.**

FILED
JAN 30 2002
STATE TREASURER

To the Department of Treasury
of the State of New Jersey

0100859832

Pursuant to the provisions of Section 14A:10-4.1 of the New Jersey Business Corporation Act, it is hereby certified that:

1. The names of the merging corporations are Supernet Inc., which is a business corporation organized under the laws of the State of New Jersey, and Fastnet Exchange Corp., which is a business corporation organized under the laws of the State of New Jersey.
2. Attached hereto as Exhibit A is the Plan of Merger for merging Fastnet Exchange Corp. with and into Supernet Inc. as approved by the Board of Directors and the shareholders entitled to vote of each of said corporations.
3. The number of shares of Supernet Inc. which were entitled to vote at the time of the approval of the Plan of Merger by its shareholders is 100,000, all of which are of one class. The number of the aforesaid shares which were voted for the Plan of Merger is 100,000, and the number of said shares which were voted against the same is zero. The date of said vote and approval was January 28, 2002.
4. The sole shareholder of Fastnet Exchange Corp. approved the Plan of Merger pursuant to a written consent without a meeting of the sole shareholder; and the number of shares represented by the consent of the sole shareholder is 100. The date of such consent and approval was January 28, 2002.
5. Supernet Inc. will continue its existence as the surviving entity under the name "Supernet Inc." pursuant to the provisions of the laws of the State of New Jersey and provisions of the Plan of Merger.

IN WITNESS WHEREOF, the parties hereto, intending to be legally bound hereby, have caused this Certificate of Merger to be executed as of this 29th day of January, 2002.

FASTNET EXCHANGE CORP.

By: [Signature]
Name: Stephen Hony
Title: President

SUPERNET INC.

By: [Signature]
Name: Cho Lee
Title: President

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P.05

Microfilm Number _____

Filed with the Department of State on _____

Entry Number _____

Secretary of the Commonwealth

ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION
DSCB:15-1928 (Rev 91)

In compliance with the requirements of 15 Pa.C.S. § 1928 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: NetReach, Inc.

2. (Check and complete one of the following):

The surviving corporation is a domestic business corporation and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) One E-Commerce Plaza, 124 South Maple Street, Ambler, Pennsylvania 19002 Montgomery
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

_____ The surviving corporation is a qualified foreign business corporation incorporated under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) _____
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

_____ The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

_____ Number and Street City State Zip County

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Name of Corporation Address of Registered Office or Name of Commercial Registered Office Provider County

Eastnet Exchange Corp. 3864 Courney Street, Suite 130, Bethlehem, PA 18017 Northampton

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P.06

4. (Check, and if appropriate complete, one of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on _____ at _____
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of corporation	Manner of adoption
NetReach, Inc.	Approved and adopted by the Board of Directors and a meeting of Shareholders
Fastnet Exchange Corp.	Approved and adopted by the Board of Directors and written consent of Sole Shareholder

6. The plan was authorized, adopted, or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated. (Not Applicable)

7. (Check, and if appropriate complete, one of the following):

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

Number and Street City State Zip

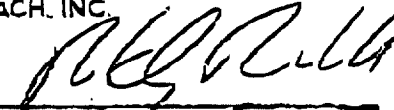
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P.07

IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this 1st day of November, 2001.

NETREACH, INC.

By: 
Name: Peter G. Randall
Title: V.P. Finance

FASTNET EXCHANGE CORP.

By: 
Name: Stephen Hurly
Title: CEO