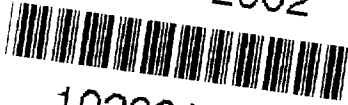


05-17-2002



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COVER SHEET  
ONLY

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable C.

record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Name and address of receiving party(ies):

Mobile Communications Corporation of America

Name: Mobile Communications Corporation of America

- Individual(s)       Association
- General Partnership    Limited Partnership
- Corporation-State Mississippi
- Other \_\_\_\_\_

Internal Address: Suite 1800

Street Address: 1800 West Park Drive

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

City: Westborough State: MA ZIP: 01581

3. Nature of conveyance: 8-30-99

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Delaware
- Other \_\_\_\_\_

- Assignment                                       Merger
- Security Agreement                               Change of Name
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

Execution Date: June 3, 1999

(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

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

A. Trademark Application No.(s)

75/539,077    75/585,775  
75/582,901    75/585,603

B. Trademark Registration No.(s)

1,994,711    1,495,312    1,485,998

Additional numbers attached?  Yes  No

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

6. Total number of applications and registration involved:  
7

Name: Michael I. Bevilacqua, Esq.

Internal Address: Hale and Dorr LLP

7. Total fee (37 CFR 3.41) ..... \$ 280.00

09/01/1999 DCATES 00000010 000219 75539077

01 FC:481                      40.00 CH  
02 FC:482                      150.00 CH

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.*

Street Address: 60 State Street

8. Deposit account number: 280E

City: Boston State: MA ZIP: 02109

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.*

Sarah L. Byrne

Sarah L. Byrne  
Signature

8/27/99  
Date

Name of Person Signing

Total number of pages including cover sheet, attachments, and documents: 7

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

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:

"MOBILE COMMUNICATIONS CORPORATION OF AMERICA", A MISSISSIPPI CORPORATION,

WITH AND INTO "MOBILE COMMUNICATIONS CORPORATION OF AMERICA" UNDER THE NAME OF "MOBILE COMMUNICATIONS CORPORATION OF AMERICA", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF JUNE, A.D. 1999, AT 9:05 O'CLOCK A.M.

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



*Edward J. Freel*  
Edward J. Freel, Secretary of State

2962519 8100M  
991221476

AUTHENTICATION: 9782422  
DATE: 06-03-99

**CERTIFICATE OF MERGER**

**OF**

**MOBILE COMMUNICATIONS CORPORATION OF AMERICA  
(a Mississippi corporation)**

**INTO**

**MOBILE COMMUNICATIONS CORPORATION OF AMERICA  
(a Delaware corporation)**

Mobile Communications Corporation of America, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware ("DGCL"), 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>
Mobile Communications Corporation of America	Mississippi
Mobile Communications Corporation of America	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 252 of the General Corporation Law of the State of Delaware.

**THIRD:** That the name of the surviving corporation of the merger is Mobile Communications Corporation of America, a Delaware corporation.

**FOURTH:** That the Certificate of Incorporation of Mobile Communications Corporation of America, a Delaware corporation which will survive the merger ("MCCA (DE)"), shall be the Certificate of Incorporation of the surviving corporation.

**FIFTH:** That the By-Laws of MCCA (DE) shall be the By-Laws of the surviving corporation.

**SIXTH:** That the director of MCCA (DE) shall be the director of the surviving corporation.

**SEVENTH:** That the officers of MCCA (DE) shall be the officers of the surviving corporation.

**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 1800, Westborough, Massachusetts 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, immediately prior to the effectiveness of this Certificate of Merger, the total number of shares of all classes of capital stock which Mobile Communications Corporation of America, a Mississippi corporation, is authorized to issue is 2,500 shares of Common Stock, no par value per share.

**EIGHTH:** That, pursuant to Section 303(c) of the DGCL, provision for the making of this Certificate of Merger is contained in an order of a court having jurisdiction of a proceeding under Chapter 11 of Title 11 of the United States Code for the reorganization of Mobile Communications Corporation of America, a corporation organized and existing under and by virtue of the Mississippi Business Corporation Act.


**NINTH:** That this Certificate of Merger shall be effective upon the filing hereof with the Secretary of State of the State of Delaware.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, Mobile Communications Corporation of America has caused this Certificate of Merger to be executed by its Executive Vice President and Chief Financial Officer this 3rd day of June, 1999.

MOBILE COMMUNICATIONS  
CORPORATION OF AMERICA  
(a Delaware corporation)

By:

  
J. Roy Kottle  
Executive Vice President and  
Chief Financial Officer

petty/100415.472/june3./mobile/reorg/de\_ca\_msl.wpf