

02-07-2003



102358975

Form T O-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

RE

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Telebit (Newco) Inc.

9-26-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State 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: November 6, 1996

2. Name and address of receiving party(ies)

Name: Telebit Incorporated

Internal

Address:

Street Address: 1 Executive Drive

City: Chelmsford State: MA Zip: 0182

- 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

OFFICE OF PATENT RECORDS 2002 SEP 26 AM 9:17 FINANCE SECTION

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,658,877

Additional number(s) attached Yes No

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

Name: Fish & Richardson P.C., P.A.

Internal Address: Marsha Stolt, Esq.

Street Address: 3300 Dain Rauscher Plaza

60 South Sixth Street

City: Mpls. State: MN Zip: 55402

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:

DO NOT USE THIS SPACE

9. Signature.

Marsha Stolt

Name of Person Signing

Marsha Stolt

Signature

September 20, 2002

Date

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

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

09/27/2002 AMMED1 00000125 1650077

01 FC:481

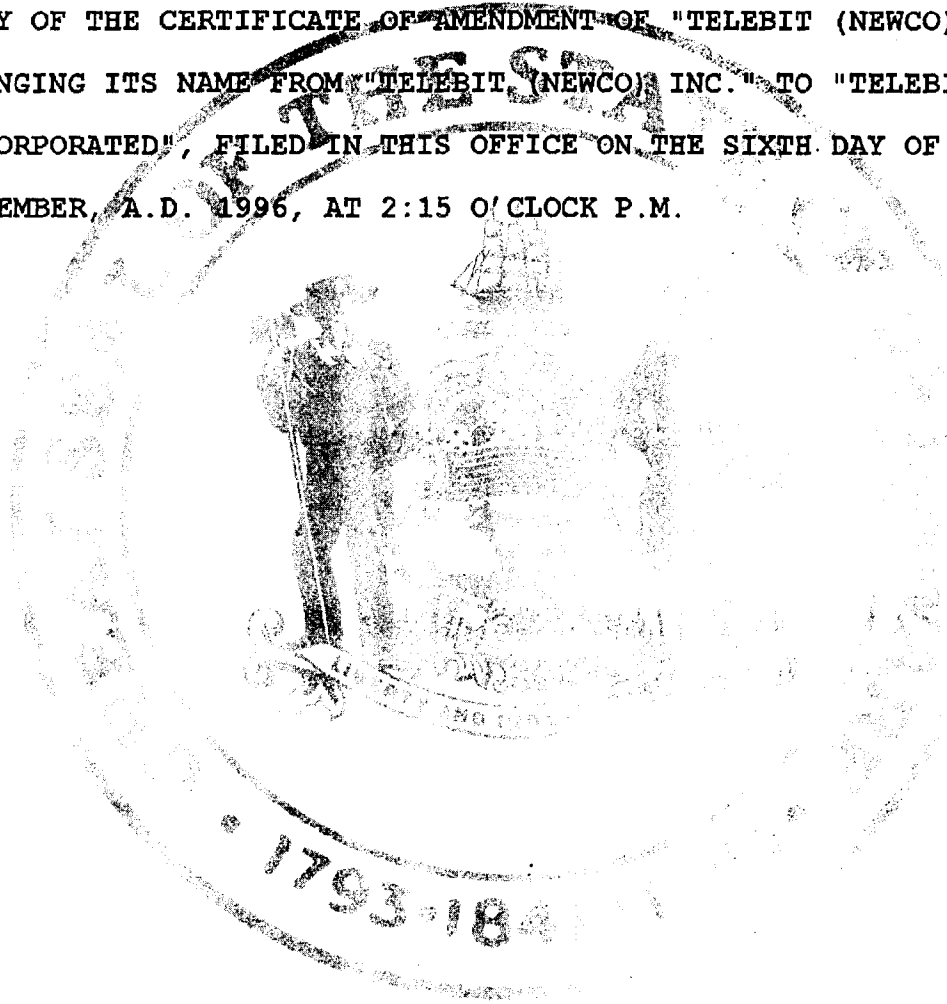
40.00 CP

TRADEMARK REEL: 002665 FRAME: 0940

State of Delaware  
Office of the Secretary of State

PAGE 1

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 "TELEBIT (NEWCO) INC.", CHANGING ITS NAME FROM "TELEBIT (NEWCO) INC." TO "TELEBIT INCORPORATED", FILED IN THIS OFFICE ON THE SIXTH DAY OF NOVEMBER, A.D. 1996, AT 2:15 O' CLOCK P.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2641657 8100  
971081328

AUTHENTICATION: 8370643  
03-12-97

DATE:

TRADEMARK  
REEL: 002665 FRAME: 0941

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
TELEBIT (NEWCO) INC.

Pursuant to Section 242 of the General Corporation Law  
of the State of Delaware

TELEBIT (NEWCO) INC. (hereinafter called the "Corporation"), organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

By written action of the Board of Directors of the Corporation resolutions were duly adopted, pursuant to Sections 141 and 242 of the General Corporation Law of the State of Delaware, setting forth amendments to the Certificate of Incorporation of the Corporation and declaring said amendments to be advisable. The sole voting stockholder of the Corporation has duly approved said proposed amendments by written consent in lieu of a meeting. The resolutions setting forth the amendments are as follows:

RESOLVED: That the text of Article FIRST of the Certificate of Incorporation of the Corporation be and hereby is deleted and the following is inserted in lieu thereof:

"FIRST: The name of the Corporation is: Telebit Incorporated."


FURTHER  
RESOLVED:

That the first sentence of Article FOURTH of the Certificate of Incorporation of the Corporation be and hereby is deleted and the following is inserted in lieu thereof:

"FOURTH. The total number of shares of all classes of stock which the Corporation shall have authority to issue is (i) Ten Million (10,000,000) shares of Common Stock, \$0.001 par value per share ("Common Stock"), and (ii) Three Thousand Five Hundred (3,500) shares of Preferred Stock, \$0.01 par value per share ("Preferred Stock") of which 3,500 shares shall be designated "Class A Redeemable Preferred Stock" (the "Class A Redeemable Preferred Stock")."

IN WITNESS WHEREOF, the Corporation has caused its corporate seal to be affixed hereto and this Certificate of Amendment to be signed by its President this 6th day of November, 1996.

TELEBIT (NEWCO) INC.

By:   
Bruce Johnson  
President