

RECOI



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

1. Name of conveying party(ies) **2-11-03**
GALAXY ENGINEERING SERVICES, INC.

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

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

2. Name and address of receiving party(ies)

Name: AMERICAN TOWERS, INC.

Internal Address:

Street Address: 116 Huntington Avenue

City: Boston State: Massachusetts Zip: 02116

- 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 PUBLIC RECORDS
2003 FEB 11 AM 9:14
FINANCE SECTION

3. Nature of conveyance:
 Assignment Merger

Security Agreement Change of Name

Other

Execution Date: January 13, 2000

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,655,361

Additional numbers attached? Yes No

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

Weingarten, Schurgin, Gagnebin & Lebovici LLP
Ten Post Office Square
Boston, Massachusetts 02109

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:

(Attach duplicate copy of this page if paying by deposit account)

02/12/2003 T0IAZ1 00000121 2655361

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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.

Name of Person Signing Stanley M. Schurgin

Signature Date 2/6/03

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

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

SMS/jms
ATCG-T008XX
286103

TRADEMARK
REEL: 002670 FRAME: 0232

ASSIGNMENT

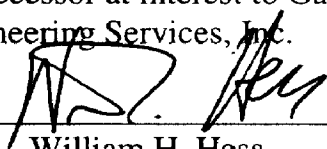
AMERICAN TOWERS, INC., a Delaware corporation having a place of business at 116 Huntington Avenue, Boston, MA 02116 ("ATI") is the successor at interest by merger to GALAXY ENGINEERING SERVICES, INC., formerly a Georgia corporation which had a place of business at 1175 Windward Ridge Parkway, Alpharetta, Georgia 30005 as evidenced by the attached copy of the Certificate of Merger issued by the Secretary of State of the State of Delaware. ATI is desirous of recording within the official records of the United States Patent and Trademark Office the assignment to it of the trademark GALAXY ENGINEERING SERVICES, Registration Number 2,655,361 ("Trademark") which occurred as a result of that merger.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ATI does hereby attest that it has acquired, for itself and its successors and assigns, the entire right, title, and interest throughout the United States, its territories and all foreign countries in and to the Trademark and all United States and foreign registrations and applications for registration for the Trademark, together with the goodwill of the business with which the Trademark is used, such registrations as may result from such applications, and all renewals and extensions thereof, together with all rights of action and recovery for past infringement thereof.

IN WITNESS WHEREOF, ATI has caused this assignment to be executed by its duly authorized officer this 27TH day of January 2003.

American Towers, Inc.
as successor at interest to Galaxy
Engineering Services, Inc.

By: _____


William H. Hess
Executive Vice President

CERTIFICATE OF MERGER
OF
GALAXY ENGINEERING SERVICES, INC
WITH AND INTO
AMERICAN TOWERS, INC.

FIRST: The names and states of incorporation of each of the constituent corporations are American Towers, Inc., a Delaware corporation, and Galaxy Engineering Services, Inc., a Delaware corporation.

SECOND: An Agreement and Plan of Merger (the "Agreement"), pursuant to which, Galaxy Engineering Services, Inc. will merge with and into American Towers, Inc., the outstanding common stock of Galaxy Engineering Services, Inc. will be converted into cash and the right to receive shares of Class A Common Stock of American Tower Corporation, a Delaware corporation, and American Towers, Inc. shall be the surviving corporation (the "Surviving Corporation") of the merger, has been approved, adopted, certified, executed and acknowledged by each of the aforementioned corporations in accordance with section 251 of the General Corporation Law of the State of Delaware.

THIRD: The name of the Surviving Corporation is American Towers, Inc., a Delaware corporation.

FOURTH: The executed Agreement is on file at an office of the Surviving Corporation located at:

116 Huntington Avenue
Boston, Massachusetts 02116

FIFTH: A copy of the executed Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either constituent corporation.

SIXTH: The Certificate of Incorporation, as heretofore amended, of the Surviving Corporation shall remain in full force and effect and shall remain unchanged as a result of the merger.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed this 13th day of January, 2000.

AMERICAN TOWERS, INC.

By: 

James S. Eisenstein
Executive Vice President

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:

"GALAXY ENGINEERING SERVICES, INC.", A DELAWARE CORPORATION, WITH AND INTO "AMERICAN TOWERS, INC." UNDER THE NAME OF "AMERICAN TOWERS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTEENTH DAY OF JANUARY, A.D. 2000, AT 3 O'CLOCK P.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

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RECORDED: 02/11/2003

AUTHENTICATION: 0200537

DATE: 01-14-00

REEL: 002670 FRAME: 0235