

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Merger and Change of Name
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Proxim, Inc.		03/26/2002	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Proxim Wireless Networks, Inc.
Street Address:	935 Stewart Drive
City:	Sunnyvale
State/Country:	CALIFORNIA
Postal Code:	94085
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6	
Property Type	Number
Serial Number:	75491892
Registration Number:	1774639
Registration Number:	2061395
Registration Number:	2169849
Registration Number:	2462360
Registration Number:	2704087

CORRESPONDENCE DATA	
Fax Number:	(415)369-8737
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Email:	mjwilliams@thelenreid.com
Correspondent Name:	Marlene J. Williams
Address Line 1:	101 Second Street, Suite 1800
Address Line 2:	Thelen Reid & Priest LLP
Address Line 4:	San Francisco, CALIFORNIA 94105

ATTORNEY DOCKET NUMBER:	034421-1
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CH \$165.00 75491892

NAME OF SUBMITTER:

Marlene J. Williams

Total Attachments: 4

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# Delaware

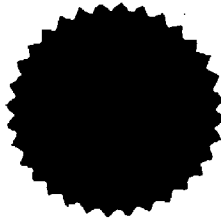
PAGE 1

*The First State*

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 MERGER, WHICH MERGES:

"WALNUT-PINE MERGER CORP.", A DELAWARE CORPORATION, WITH AND INTO "PROXIM, INC." UNDER THE NAME OF "PROXIM WIRELESS NETWORKS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF MARCH, A.D. 2002, AT 4 O'CLOCK P.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

2353587 8100M  
020198021

AUTHENTICATION: 1689256

DATE: 03-26-02

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 04:00 PM 03/26/2002  
020198021 - 2353587

**CERTIFICATE OF MERGER**

of

**WALNUT-PINE MERGER CORP.**

with and into

**PROXIM, INC.**

Pursuant to Section 251 of the  
General Corporation Law  
of the State of Delaware

Pursuant to Section 251 of the General Corporation Law of the State of Delaware, Proxim, Inc., a Delaware corporation ("Proxim"), hereby certifies the following information relating to the merger of Walnut-Pine Merger Corp., a Delaware corporation and a direct wholly-owned subsidiary of Western Multiplex Corporation ("Merger Sub"), with and into Proxim:

FIRST: The name and jurisdiction of formation of each constituent corporation that is to merge are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Proxim, Inc.	Delaware
Walnut-Pine Merger Corp.	Delaware

SECOND: The Agreement and Plan of Reorganization, dated as of January 16, 2002 (the "Merger Agreement"), has been entered into between Merger Sub and Proxim, and the Merger Agreement has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is Proxim, Inc.

FOURTH: The certificate of incorporation of the surviving corporation as amended and restated as set forth in Exhibit A attached hereto shall be the certificate of incorporation of the surviving corporation.

FIFTH: The executed Merger Agreement is on file at 510 DeGuigne Drive, Sunnyvale, CA 94085, the principal place of business of the surviving corporation.

SIXTH: A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, this Certificate of Merger has been executed as of  
March 26, 2002.

PROXIM, INC.

By:           /s/ David C. King            
Name: David C. King  
Title: Chairman, President and Chief  
Executive Officer

**Exhibit A**

**AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF**

**PROXIM, INC.**

**FIRST.** The name of the corporation is Proxim Wireless Networks, Inc.

**SECOND.** The address of the corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

**THIRD.** The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

**FOURTH.** The total number of shares of stock which the corporation shall have authority to issue is 1,000 shares of common stock, per value \$0.01 per share.

**FIFTH.** The board of directors of the corporation, acting by majority vote, is expressly authorized to adopt, amend or repeal the bylaws of the corporation.

**SIXTH.** To the fullest extent permitted by the Delaware General Corporation Law as the same exists or as may hereafter be amended, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

The corporation may indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his testator or intestate is or was a director, officer or employee of the corporation or any predecessor of the corporation or serves or served at any other enterprise as a director, officer or employee at the request of the corporation or any predecessor to the corporation.

Neither any amendment nor repeal of this Article, nor the adoption of any provision of the corporation's Certificate of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article, in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this Article, would accrue or arise, prior to such amendment, repeal, or adoption of an inconsistent provision.

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