

11/19/2003
700053470


002

FORM PTO-1618 (Rev. 11/99) OMB No. 0651-0011 (exp. 6/99)
**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**
U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
TRADEMARK

To the Honorable Commissioner for Patents and Trademarks: Please record the attached original document(s) or copy(ies).

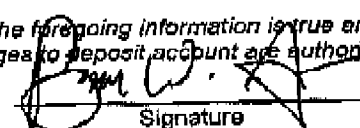
<p>1. Name of conveying party(ies): Allen Telecom Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Other:</p> <p><input type="checkbox"/> Association <input type="checkbox"/> Limited Partnership</p> <p>Citizenship/State of Incorporation/Organization: <u>Delaware</u> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: Allen Telecom LLC Street Address: 10500 West 153rd Street Orland Park, IL 60562</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other: <u>Limited Liability Company</u></p> <p>State of Incorporation/Organization: <u>Delaware</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: _____</p> <p>Execution Date: <u>July 15, 2003</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registrations No.(s)</p>	<p>ATTORNEY DOCKET NO.: <u>201334-0077</u> B. Trademark Registrations No.(s) 2,116,791</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
--	---

<p>5. Correspondent name and address: MICHAEL BEST & FRIEDRICH LLP 401 North Michigan Avenue, Suite 1800 Chicago, Illinois 60611-4212</p> <p>Direct telephone calls to: <u>Barry W. Sufrin</u> at telephone no. (312) 661-2100 or fax no. (312) 661-0028</p> <p>CERTIFICATE OF FACSIMILE TRANSMISSION I hereby certify that this document is being transmitted via facsimile to the Assignment Recordation Services of the U.S. Patent and Trademark Office via fax number 703-308-6995 on November 19, 2003.</p> <p>Date: <u>11/19/03</u> </p>	<p>6. Total number of properties involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>40.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account <input checked="" type="checkbox"/> Authorization to charge additional fees</p> <p>8. Deposit Account Number - 50-1985</p>
--	---

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. Charges to deposit account are authorized.

Barry W. Sufrin  11/19/03
Name of Person Signing Signature Date

Total Number of Pages, including cover sheet, attachments and documents: 4

Delaware

PAGE 1

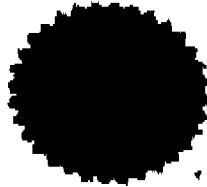
The First State

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:

"ALLEN TELECOM INC.", A DELAWARE CORPORATION,

WITH AND INTO "ADIRONDACKS, LLC" UNDER THE NAME OF "ALLEN TELECOM LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF JULY, A.D. 2003, AT 1:34 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

3626149 8100M

AUTHENTICATION: 2528237

09046273E

DATE: 07-15-03

PAGE 24 * REVD AT 7/15/2003 12:54:17 PM (Central Daylight Time) * STR: 08/FAX/021 * DNS: 3101 * CSD: * DURATION (mm-ss) 00-00

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:28 PM 01/21/2003
FILED 01:28 PM 01/21/2003
BY 000129734 - 000140 FILE

**CERTIFICATE OF MERGER
OF
ALLEN TELECOM INC.
INTO
ADIRONDACKS, LLC**

The undersigned, ADIRONDACKS, LLC (the "Company"), organized and existing under and by virtue of the Delaware Limited Liability Company Act (the "Act"),

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent companies of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Allen Telecom Inc.	Delaware
Adirondacks, LLC	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 companies.

THIRD: That the name of the surviving limited liability company of the merger is Adirondacks, LLC.

FOURTH: That the certificate of formation of Adirondacks, LLC shall be the certificate of formation of the surviving Delaware limited liability company.

FIFTH: That the certificate of formation be amended so the Article FIRST shall read as follows:

"FIRST: The name of the limited liability company shall be Allen Telecom LLC."

SIXTH: That the executed agreement and plan of merger is on file at the principal place of business of the surviving limited liability company. The address of the principal place of business of the surviving limited liability company is 10500 West 152nd Street, O'Fallon Park, Illinois 60567.

000129734

SEVENTH: That a copy of the agreement and plan of merger will be furnished by the surviving entity, on request and without cost, to any stockholder of the corporation.

DATED: JULY 15, 2003

Adirondacks, LLC

By: /s/ Charles E. Nicholas
Name: Charles E. Nicholas
Its: Manager

Alca Telecom Inc.

By: /s/ Robert G. Paul
Name: Robert G. Paul
Its: President and CEO

00110227171

PAGE 44 * RCVD AT 7/15/2003 12:51:17 PM [Central Daylight Time] * SVR: CUFFAX01 * DNS: 354 * CSD: * DURATION (mm:ss) 00:00