

FORM PTO-1594
1/31/92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

1. Name of conveying party(ies):
Nextnet, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State - Minnesota
 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: 5/1/00

2. Name and address of receiving party(ies):
Name: Nextnet Wireless, Inc.
Internal Address:
Street Address: 9555 James Ave. So., Suite 270
City: Minneapolis State: MN ZIP: 55431

Individuals citizenship , U.S.A.
 Association
 General Partnership
 Limited Partnership
 Corporation-State - Minnesota
 Other

If assignee is not domiciled in the United States
a domestic representative designation is
attached:

Yes No
(Designation must be a separate document from
Assignment)

Yes No

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

A. Trademark Application No.(s)

76/092,033

B. Trademark Registration No.(s)

2,559,297

Additional numbers attached? Yes No

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

Name: Michael A. Bondi
Internal Address: 4800 IDS Center
80 South Eighth Street
Minneapolis, Minnesota 55402-2100
Street Address: 4800 IDS Center
80 South Eighth Street
City: Minneapolis State: MN 55402-2100

6. Total number of applications and registrations
involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account Number: 16-0631
(Attached 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.

Name of Person Signing:

Michael A. Bondi
Michael A. Bondi

03/30/04
Date

Total number of pages comprising cover sheet: 02

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3514**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

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 "NEXTNET, INC.", CHANGING ITS NAME FROM "NEXTNET, INC." TO "NEXTNET WIRELESS, INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF MAY, A.D. 2000, AT 9:30 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

2845640 8100
001239706

AUTHENTICATION: 0431767

DATE: 05-11-00

TRADEMARK
REEL: 002823 FRAME: 0600

FROM FAEGRE & BENSON

THUR 5:11:00 7:07 ET 7:06 NO. 4852016659 P 3

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

NextNet, Inc. (the "Company"), a corporation organized and existing under the General Corporation Law of the State of Delaware (the "General Corporation Law"), does hereby certify pursuant to Section 242 of the General Corporation Law:

FIRST: That the Board of Directors of the Company, at a meeting held on April 17, 2000, adopted a resolution proposing and declaring advisable the following amendment to the First Amended and Restated Certificate of Incorporation (the "Certificate of Incorporation") of the Company:

RESOLVED, that Article I of the Certificate of Incorporation of the Company be amended to read as follows in its entirety:

"ARTICLE I

The name of this corporation is NextNet Wireless, Inc. (the "Corporation")."

SECOND: That the aforesaid amendment was duly adopted by written consent of the stockholders of the Company, by the affirmative consent of the holders of a majority of the outstanding shares entitled to vote thereon, in accordance with the provisions of Sections 228 and 242 of the General Corporation Law.

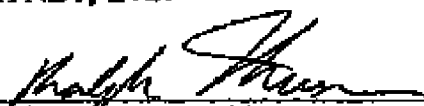
THIRD: That written notice was given to the stockholders of the Company of the adoption of the aforesaid amendment by written consent of the stockholders of the Company, in accordance with the provisions of Section 228(d) of the General Corporation Law.

FROM FAEGRE & BENSON

THU 5.11.00 7:07-PT. 7:06 NO. 4862016693 P 4

IN WITNESS WHEREOF, the Company has caused this Certificate of Amendment to be signed and attested by its duly authorized officers this 12 day of May, 2000.

NEXTNET, INC.

By 
Ralph Muse, President

MI:399734.01