

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Allen Telecom Inc.		07/15/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Allen Telecom LLC
Street Address:	10500 West 153rd Street
City:	Orland Park
State/Country:	ILLINOIS
Postal Code:	60462
Entity Type:	LTD LIAB JT ST CO: DELAWARE

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Registration Number:	839487	MAGNUM
Registration Number:	2341430	TALKAROUND

CORRESPONDENCE DATA	
Fax Number:	(312)569-3529
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(312) 569-1489
Email:	ipdocket@gcd.com
Correspondent Name:	Gardner Carton & Douglas LLP
Address Line 1:	191 North Wacker Drive
Address Line 2:	Suite 3700
Address Line 4:	Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	001900-0178
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NAME OF SUBMITTER:	Barry W. Sufrin/mj
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Total Attachments: 3  
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# Delaware

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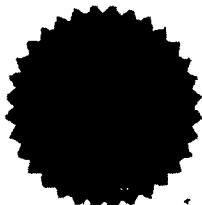
*The First State*

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

090462732

DATE: 07-15-03

PAGE 24 \* RCVD AT 7/15/2003 12:58:17 PM [Central Daylight Time] \* SVR:CHRFA021 \* DNS:35M \* CSID: \* DURATION (mm-ss):00-56

TRADEMARK  
REEL: 002984 FRAME: 0767

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:38 PM 07/15/2003  
FILED 01:34 PM 07/15/2003  
SRV 030462732 - 3626149 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 153<sup>rd</sup> Street, Orland Park, Illinois 60562.

CS01/12297147.1

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 R. Nicholas

Name: Charles R. Nicholas

Its: Manager

Allen Telecom Inc.

By: /s/ Robert G. Paul

Name: Robert G. Paul

Its: President and CEO