

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ProQuent Systems Corporation		02/28/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bytemobile Network Systems Corporation
Street Address:	400 Nickerson Road
City:	Marlborough
State/Country:	MASSACHUSETTS
Postal Code:	01752
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2828681	IP DETECTION POINT
Registration Number:	2792919	MSSP
Registration Number:	2795813	PROQUENT
Serial Number:	76271145	PACKET 800
Serial Number:	76271365	PACKET 900
Serial Number:	76417993	PACKETFREEPAY

CORRESPONDENCE DATA

Fax Number: (617)542-8906
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 617-542-5070
 Email: serota@fr.com
 Correspondent Name: Debra S. Serota
 Address Line 1: 225 Franklin Street
 Address Line 2: Suite 3200
 Address Line 4: Boston, MASSACHUSETTS 02110-2804

CH \$165.00 2828681

NAME OF SUBMITTER:	Debra Serota
Signature:	/Debra Serota/
Date:	05/03/2005
Total Attachments: 5 source=Document0009#page1.tif source=Document0009#page2.tif source=Document0009#page3.tif source=Document0009#page4.tif source=Document0009#page5.tif	

Delaware

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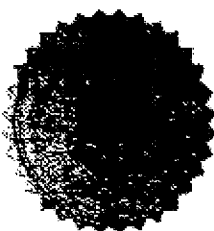
The First State

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:

"BYTEMOBILE NETWORK SERVICES CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "PROQUENT SYSTEMS CORPORATION" UNDER THE NAME OF "BYTEMOBILE NETWORK SERVICES CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2005, AT 6:26 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

AUTHENTICATION: 3710484

3262002 8100M

050169924

DATE: 02-28-05

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:31 PM 02/28/2005
FILED 06:26 PM 02/28/2005
SRV 050159924 - 3262002 FILE

CERTIFICATE OF MERGER

MERGING

BYTEMOBILE NETWORK SERVICES CORPORATION
a Delaware corporation

WITH AND INTO

PROQUENT SYSTEMS CORPORATION
a Delaware corporation

Pursuant to Section 251 of the Delaware General Corporation Law

Proquent Systems Corporation, a Delaware corporation ("Proquent"), hereby certifies as follows:

FIRST: The constituent corporations are Proquent and Bytemobile Network Services Corporation, a Delaware corporation ("Merger Sub").

SECOND: An Agreement and Plan of Merger and Reorganization dated February 2, 2005 (the "Merger Agreement") among Bytemobile, Inc., a Delaware corporation ("Parent"), Merger Sub, Proquent, ARGC V, L.P., Argo II: The Wireless-Internet Fund Limited Partnership, Nokia Venture Partners II, L.P., NVP II Affiliates Fund, L.P., St. Paul Venture Capital III, L.P., YankeeTek Affiliate Fund, L.P., YankeeTek Incubator Fund, L.P., and YankeeTek Investment Partners, L.P.C. setting forth the terms and conditions of the merger of Merger Sub with and into Proquent (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law.

THIRD: The name of the surviving corporation in the Merger (the "Surviving Corporation") shall be Bytemobile Network Services Corporation.

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be amended to read in its entirety as set forth in Exhibit A attached hereto.

FIFTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at 400 Nickerson Road, Marlborough, Massachusetts 01752.

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.

SEVENTH: The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, Proquent has caused this Certificate of Merger to be executed as of February 28, 2005.

PROQUENT SYSTEMS CORPORATION

By: /s/ Rod Randall

Rod Randall,
President and Chief Executive Officer

**CERTIFICATE OF INCORPORATION OF
BYTEMOBILE NETWORK SERVICES CORPORATION**

Article I.

The name of the corporation is Bytemobile Network Services Corporation (the "Company").

Article II.

The address of the Company'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.

Article III.

The purpose of the Company is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware as the same exists or may hereafter be amended.

Article IV.

This Company is authorized to issue one class of shares to be designated Common Stock. The total number of shares of Common Stock the Company has authority to issue is 1,000,000 with par value of \$0.001 per share.

Article V.

In furtherance and not in limitation of the powers conferred by statute, the board of directors of the Company is expressly authorized to make, alter, amend or repeal the bylaws of the Company.

Article VI.

Elections of directors need not be by written ballot unless otherwise provided in the bylaws of the Company.

Article VII.

To the fullest extent permitted by the Delaware General Corporation Law, or any other applicable law, as the same exists or may hereafter be amended, a director of the Company shall not be personally liable to the Company or its stockholders for monetary damages for any action taken, or any failure to take any action, as a director.

The corporation shall indemnify and hold harmless, to the fullest extent permitted by the Delaware General Corporation Law, or any other applicable law, as the same exists or may hereafter be amended, any director or officer of the Company who was or is made or is threatened to be made

a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (a "Proceeding") by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director, officer, employee or agent of the Company or is or was serving at the request of the Company as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust, enterprise or non-profit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses reasonably incurred by such person in connection with any such Proceeding. The Company shall be required to indemnify a person in connection with a Proceeding initiated by such person only if the Proceeding was authorized by the Board.

The Company shall have the power to indemnify and hold harmless, to the extent permitted by the Delaware General Corporation Law, or any other applicable law, as the same exists or may hereafter be amended, any employee or agent of the Company who was or is made or is threatened to be made a party or is otherwise involved in any Proceeding by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was an employee or agent of the Company or is or was serving at the request of the Company as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust, enterprise or non-profit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses reasonably incurred by such person in connection with any such Proceeding.

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

Article VIII.

Except as provided in Article VII above, the Company reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.
