

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Docket No.: 2695.0000-000

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

YDI Wireless, Inc. 11/3/05

- Individual(s)
- General Partnership
- Corporation - State Delaware
- Other _____
- Association
- Limited Partnership

Citizenship: _____

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name TERABEAM, INC.

Internal Address: _____

Street Address: 2115 O'NEL DRIVE

City: SAN JOSE

State: CALIFORNIA

Country USA ZIP: 95131

- Association - Citizenship _____
- Individual(s) - Citizenship _____
- General Partnership - Citizenship _____
- Limited Partnership - Citizenship _____
- Corporation - Citizenship State of Delaware
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark:

A. Trademark Application No.(s)
78/607,984, 78/607,988, 78/608,732, 78/607,990

B. Trademark Registration No.(s)
2,733,151, 2,856,811

C. Identification or Description of Trademark(s) (and filing Date if Application or Registration Number is unknown):

Additional sheets attached? Yes No

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

Name: DAVID J. THIBODEAU, JR.

Internal Address: _____

Hamilton, Brook, Smith & Reynolds, P.C.

Street Address: 530 Virginia Road, P.O. Box 9133

City: Concord State: MA ZIP: 01742-9133

Phone No. 978-341-0036 Fax No. 978-341-0136

Email Address: David.Thibodeau@hbsr.com

6. Total number of applications and registrations involved. [6]

7. Total Fee (37 CFR 2.6(b)(6) & 3.41) \$ 165.00

- Enclosed
- Authorization to charge deposit account number 08-0380
- Previously submitted - Doc. ID No. []
- Authorized to charge any deficiencies or credit any overpayment to deposit account

Do not attach a copy of this page if paying by deposit account and filing via facsimile

Attach a copy of this page if paying by deposit account and filing via mail.

8. David J. Thibodeau, Jr.

Name of Person Signing

Signature

USPTO
Rec. No. 316 21

6/6/06

Date

Total number of pages including cover sheet, attachments, and document: [5]

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 OWNERSHIP, WHICH MERGES:

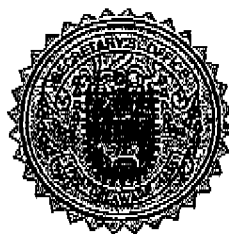
"TERABEAM, INC.", A DELAWARE CORPORATION,
WITH AND INTO "YDI WIRELESS, INC." UNDER THE NAME OF "TERABEAM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF NOVEMBER, A.D. 2005, AT 9:11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE SEVENTH DAY OF NOVEMBER, A.D. 2005, AT 12:01 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3637486 8100M

050897083



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4271971

DATE: 11-03-05

TRADEMARK
REEL: 003323 FRAME: 0560

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

TERABEAM, INC.

WITH AND INTO

YDI WIRELESS, INC.

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

YDI Wireless, Inc., a Delaware corporation (the "Company"), does hereby certify to the following facts relating to its merger (the "Merger") of Terabeam, Inc., a Delaware corporation (the "Subsidiary"), with and into the Company, with the Company remaining as the surviving corporation under the name of Terabeam, Inc.:

FIRST: The Company is incorporated pursuant to the General Corporation Law of the State of Delaware (the "DGCL"). The Subsidiary is incorporated pursuant to the DGCL.

SECOND: The Company owns all of the outstanding shares of each class of capital stock of the Subsidiary.

THIRD: The Board of Directors of the Company, by the following resolutions, duly determined to merge the Subsidiary with and into the Company pursuant to Section 253 of the DGCL:

WHEREAS, YDI Wireless, Inc., a Delaware corporation (the "Company"), owns all of the outstanding shares of the capital stock of Terabeam, Inc., a Delaware corporation (the "Subsidiary"); and

WHEREAS, the Board of Directors of the Company has deemed it advisable that the Subsidiary be merged with and into the Company pursuant to Section 253 of the General Corporation Law of the State of Delaware;

NOW, THEREFORE, BE IT AND IT HEREBY IS

RESOLVED, that the Subsidiary be merged with and into the Company (the "Merger"); and it is further

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Company shall remain unchanged and continue to remain outstanding as one share of common stock of the Company, held by the person who was the holder of such share of common stock of the Company immediately prior to the Merger; and it is further

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Subsidiary shall be cancelled and no consideration shall be issued in respect thereof; and it is further

RESOLVED, that the certificate of incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation, except that Article FIRST thereof shall be amended to read in its entirety as follows:

FIRST. The name of the corporation is Terabear, Inc.

RESOLVED, that the proper officers of the Company be and they hereby are authorized and directed to make, execute and acknowledge, in the name and under the corporate seal of the Company, a certificate of ownership and merger for the purpose of effecting the Merger and to file the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Merger.

FOURTH: The Company shall be the surviving corporation of the Merger.

FIFTH: The certificate of incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation, except that Article FIRST thereof shall be amended to read in its entirety as follows:

FIRST. The name of the corporation is Tarabeam, Inc.

SIXTH: This Certificate of Ownership and Merger, the Merger effected hereby, and the amendment to the certificate of incorporation of the Company effected thereby shall become effective at 12:01 a.m., eastern time, on November 7, 2005.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 3rd day of November, 2005.

YDI WIRELESS, INC.

By: David L. Renauld
Name: David L. Renauld
Office: Vice President