

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PCTEL Maryland, Inc.		12/29/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	PC-TEL, Inc.
Street Address:	8725 West Higgins Road
Internal Address:	Suite 400
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60631
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2877192	SEEGULL
Registration Number:	2882166	INSITE
Registration Number:	2932695	CLARIFY

CORRESPONDENCE DATA

Fax Number: (312)655-1501
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-655-1500
 Email: alhdocket@welshkatz.com
 Correspondent Name: Amy L. Hammer
 Address Line 1: 120 S. Riverside Plaza
 Address Line 2: 22nd Floor
 Address Line 4: Chicago, ILLINOIS 60606

NAME OF SUBMITTER:	Amy L. Hammer
--------------------	---------------

TRADEMARK

CH \$90.00 2877192

Signature:	/alh/
Date:	11/19/2007
Total Attachments: 4 source=Articles of Merger (PCTEL Maryland to PCTEL)#page1.tif source=Articles of Merger (PCTEL Maryland to PCTEL)#page2.tif source=Articles of Merger (PCTEL Maryland to PCTEL)#page3.tif source=Articles of Merger (PCTEL Maryland to PCTEL)#page4.tif	

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:

"PCTEL MARYLAND, INC.", A DELAWARE CORPORATION, WITH AND INTO "PC-TEL, INC." UNDER THE NAME OF "PC-TEL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2006, AT 4:23 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2006, AT 11:59 O'CLOCK P.M.

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

2878459 8100M

061202212



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5320981

DATE: 01-02-07

TRADEMARK
REEL: 003662 FRAME: 0773

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:23 PM 12/29/2006
FILED 04:23 PM 12/29/2006
SRV 061202212 - 2878459 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

PCTEL MARYLAND, INC.,
a Delaware corporation

WITH AND INTO

PC-TEL, INC.
a Delaware corporation

(Pursuant to Section 253 of the General Corporation Law of Delaware)

PC-TEL, Inc. (the "Corporation"), a corporation incorporated on the 6th day of July, 1998, pursuant to the provisions of the General Corporation Law of the State of Delaware, does hereby certify as follows:

1. That the Corporation is organized and existing under the General Corporation Law of the State of Delaware;
2. That the Corporation owns 100% of the capital stock of PCTEL Maryland, Inc., a Delaware corporation ("Sub") incorporated on the 27th day of February, 2003, pursuant to the provisions of the General Corporation Law of the State of Delaware.
3. That the Corporation determined to merge Sub into itself (the "Merger") by the resolutions of its board of directors attached hereto as Exhibit A, duly adopted on December 29, 2006.
4. The Merger shall become effective at 11:59pm on December 31, 2006.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its duly authorized officer on this 29 day of December, 2006.

PC-TEL, INC.

By: 

Name: John W. Schoen

Title: CFO

EXHIBIT A**Resolutions of the Board of Directors of PC-TEL, Inc., a Delaware Corporation**

WHEREAS: PC-TEL, Inc. (the "Company") owns 100% of the outstanding capital stock of PCTEL Maryland, Inc., a corporation organized and existing under the laws of the State of Delaware ("PCTEL Maryland").

WHEREAS: The Board desires that PCTEL Maryland merge into the Company and that the Company possess itself of all the estate, property, rights, privileges and franchises of PCTEL Maryland.

NOW, THEREFORE, BE IT RESOLVED: That the Board hereby authorizes the merger of PCTEL Maryland into the Company, with the Company continuing as the surviving corporation (the "PCTEL Maryland Merger").

RESOLVED FURTHER: That upon the effectiveness of the PCTEL Maryland Merger, the Company shall assume any and all assets, obligations and liabilities of PCTEL Maryland pursuant to Section 253 of the Delaware General Corporation Law.

RESOLVED FURTHER: That each outstanding share of capital stock of PCTEL Maryland will be canceled and extinguished upon the effectiveness of the PCTEL Maryland Merger, and no consideration shall be issued in exchange therefor.

RESOLVED FURTHER: That the officers of the Company be and are hereby directed to make and execute a certificate of ownership setting forth a copy of the resolution to merge PCTEL Maryland into itself and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County.

RESOLVED FURTHER: That the PCTEL Maryland Merger shall become effective as provided in the Certificate of Ownership and Merger filed with the Secretary of State of the State of Delaware.

RESOLVED FURTHER: That the Certificate of Ownership and Merger be and hereby is approved and adopted in all respects.

RESOLVED FURTHER: That upon the effectiveness of the PCTEL Maryland Merger, the Certificate of Incorporation and the Bylaws of the Company in effect immediately prior to the effectiveness of the PCTEL Maryland Merger shall continue to be the Certificate of Incorporation and Bylaws of the Company.

RESOLVED FURTHER: That upon the effectiveness of the PCTEL Maryland Merger, the directors and officers of the Company, as constituted immediately prior to the

effectiveness of the PCTEL Maryland Merger, shall continue to be the directors and officers of the Company.

RESOLVED FURTHER: That the Board hereby authorizes, directs and empowers the appropriate officers of the Company, and each of them, for and on behalf of the Company, to take any and all such actions, and prepare, execute and deliver any and all such documents, including filing of the Certificate of Ownership, as may be necessary or advisable to carry out the foregoing resolutions, and hereby ratifies and confirms any and all actions taken heretofore to accomplish such purposes.