

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/26/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
IW Acquisition Company		12/26/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	InnerWireless, Inc.
Street Address:	1155 Kas Drive
Internal Address:	Suite 200
City:	Richardson
State/Country:	TEXAS
Postal Code:	75081
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2923531	PANGO

CORRESPONDENCE DATA

Fax Number: (214)200-0738
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 214-651-5110
 Email: stendell@haynesboone.com
 Correspondent Name: Leanne Stendell, Haynes and Boone, LLP
 Address Line 1: 901 Main Street
 Address Line 2: Suite 3100
 Address Line 4: Dallas, TEXAS 75202

ATTORNEY DOCKET NUMBER:	29668.TM/PANGO
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NAME OF SUBMITTER:	Leanne Stendell
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CH \$40.00 2923531

Signature:	/Leanne Stendell/
Date:	01/11/2008
Total Attachments: 3 source=IW - Cert. of Merger for Short Form Merger (as filed with DE)#page1.tif source=IW - Cert. of Merger for Short Form Merger (as filed with DE)#page2.tif source=IW - Cert. of Merger for Short Form Merger (as filed with DE)#page3.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:

"IW ACQUISITION COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "INNERWIRELESS, INC." UNDER THE NAME OF
"INNERWIRELESS, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2007, AT
5:15 O'CLOCK P.M.

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

2916901 8100M

071362709



You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6272208

DATE: 12-29-07

TRADEMARK
REEL: 003694 FRAME: 0389

CERTIFICATE OF OWNERSHIP AND MERGER

OF

**IW ACQUISITION COMPANY,
a Delaware corporation**

WITH AND INTO

**INNERWIRELESS, INC.
a Delaware corporation**

Pursuant to Section 253 of the Delaware General Corporation Law, InnerWireless, Inc., a Delaware corporation ("InnerWireless"), hereby certifies the following information relating to the merger (the "Merger") of IW Acquisition Company, a Delaware corporation ("IW Acquisition"), with and into InnerWireless:

FIRST: That InnerWireless owns 100% of the capital stock of IW Acquisition, and that InnerWireless, by a resolution of the Board of Directors adopted in a meeting of the Board of Directors on December 12, 2007, determined to and did merge IW Acquisition into itself, which consent is in the following words to wit:

NOW, THEREFORE, BE IT RESOLVED, that pursuant to Section 253 of the Delaware General Corporation Law, the Board of Directors of InnerWireless hereby approves the merger of IW Acquisition with and into InnerWireless and InnerWireless' assumption of IW Acquisition's liabilities and obligations; and be it

FURTHER RESOLVED, that an authorized officer of InnerWireless be and he hereby is directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolution of the Board to merge with IW Acquisition and assume IW Acquisition's liabilities and obligations, and the date of the adoption thereof, and to file the same in the office of the Secretary of State of the State of Delaware; and be it

FURTHER RESOLVED, that the merger shall be effective upon the date of filing the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware; and be it

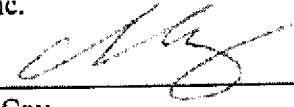
FURTHER RESOLVED, that the officers of InnerWireless be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect the merger.

SECOND: InnerWireless shall be the surviving corporation of the Merger (the "Surviving Corporation"), and the name of the Surviving Corporation shall be InnerWireless, Inc.

IN WITNESS WHEREOF, the parent corporation, InnerWireless, has caused this Certificate of Ownership and Merger to be executed on the 26th day of December, 2007.

InnerWireless, Inc.

By:



Chris McCoy

Senior Vice President and Chief Financial Officer