

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
First Avenue Networks Solutions, Inc.		08/28/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	FiberTower Solutions Corporation		
Street Address:	1667 K Street, N.W., Suite 250		
City:	Washington		
State/Country:	DISTRICT OF COLUMBIA		
Postal Code:	20006		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78752956	MUNI-FRAME	
CORRESPONDENCE DATA			
Fax Number:	(202)663-8007		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-663-8000		
Email:	va-logocops@pillsburywinthrop.com		
Correspondent Name:	Patrick J. Jennings		
Address Line 1:	2300 N Street, N.W.		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20037		
ATTORNEY DOCKET NUMBER:	27704/318810		
NAME OF SUBMITTER:	Patrick J. Jennings		
Signature:	/Pat Jennings/		
Date:	05/12/2008		

CH \$40.00 78752956

Total Attachments: 6

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State of Delaware
Secretary of State
Division of Corporations
Delivered 05:55 PM 08/28/2006
FILED 05:55 PM 08/28/2006
SRV 060801135 - 3971695 FILE

CERTIFICATE OF MERGER

Merging

First Avenue Networks Government Solutions, Inc.,

First Avenue Networks Enterprise Solutions, Inc.,

and

First Avenue Spectrum Labs, Inc.,

with and into

First Avenue Networks Solutions, Inc.

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

First Avenue Networks Solutions, Inc., a Delaware corporation (the "Corporation"), does hereby certify:

FIRST: That the Corporation was incorporated and duly organized pursuant to the Delaware General Corporation Law ("DGCL").

SECOND: That the Corporation owns at least ninety percent (90%) of the outstanding shares of each class of the capital stock of First Avenue Networks Government Solutions, Inc., a Delaware corporation, ("Government Solutions"), First Avenue Networks Enterprise Solutions, Inc., a Delaware corporation ("Enterprise Solutions") and First Avenue Spectrum Labs, Inc., a Delaware corporation ("Spectrum Labs").

THIRD: That the Corporation, by resolutions duly adopted by its Board of Directors on August 28, 2006 and attached hereto as Annex "A", determined to merge Government Solutions, Enterprise Solutions and Spectrum Labs with and into the Corporation, with the Corporation continuing as the surviving corporation of the Merger, with the Merger to be effected pursuant to Section 253 of the DGCL.

FOURTH: That the name of the surviving corporation of the merger is First Avenue Networks Solutions, Inc., which shall hereinwith be changed to FiberTower Solutions Corporation, a Delaware corporation.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Corporation has caused this certificate to be executed by the undersigned hereunto duly authorized as of this 2nd day of August, 2006.

By: 

Name: Thomas A. Scott

Title: Chief Financial Officer, Vice President,
Treasurer and Secretary

ANNEX A

**Resolutions of the Board of Directors of
First Avenue Networks Solutions, Inc.**

FIRST AVENUE NETWORKS SOLUTIONS, INC.

**Resolutions of
Board of Directors**

August 28, 2006

Resolutions Approving Merger

WHEREAS, the Company is a party to the proposed Certificate of Merger to be filed in Delaware (the "Certificate"); and

WHEREAS, the Certificate provides for the merger of First Avenue Networks Government Solutions, Inc., a Delaware corporation, First Avenue Networks Enterprise Solutions, Inc., a Delaware corporation, and First Avenue Spectrum Labs, Inc., a Delaware corporation, with and into the Company with the Company being the survivor of the merger (the "Merger"); and

WHEREAS, the directors have been presented with the form of Agreement of Merger (the "Merger Agreement"); and

WHEREAS, the foregoing arrangements are believed to be in the best interests of the Company;

NOW, THEREFORE, BE IT HEREBY:

RESOLVED, that the Merger and the Merger Agreement be, and hereby are, approved and authorized; and further

RESOLVED, that the officers of the Company be, and each of them hereby is, authorized and directed, in the name and on behalf of the Company, to execute and file the Certificate with the Secretary of State of the State of Delaware, said Certificate to contain such matters as are required by law, or as are necessary, advisable or convenient; and further

RESOLVED, that the Merger Agreement and all of the terms, conditions and provisions thereof and the transactions contemplated thereby be, and the same hereby are, in all respects, approved and adopted; that the officers of the Company, for and on behalf of and in the name of the Company, are hereby authorized to execute and deliver the same substantially in the form heretofore presented to be effective as of such date and time and with such revisions thereto as the officers executing the same may approve, such approval to be conclusively evidenced by such officer's execution thereof; that the execution and delivery by the Company of the Merger Agreement by the officers hereby be, and the same hereby are, in all respects, ratified, approved and confirmed; and that the officers of the Company are hereby authorized and empowered to take all such action as may be deemed necessary, desirable or appropriate in order to carry out the terms and provisions of the Merger Agreement; and further

RESOLVED, that the officers of the Company be, and each of them hereby is, authorized and directed, for and on behalf of the Company, to negotiate, prepare, revise, execute, acknowledge and deliver, and as applicable, file with government or regulatory authorities any and all notices, reports, certificates, schedules, exhibits, consents, forms, agreements, documents or instruments relating directly or indirectly to the Merger and related documents and transactions, in such form as required, and to incur and pay such expenses (including, without limitation, accountants' and attorneys' fees and printing costs), and to take any other actions they may deem necessary, advisable or convenient to carry out the purpose or intent of the foregoing resolutions and to consummate the Merger.

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:

"FIRST AVENUE NETWORKS ENTERPRISE SOLUTIONS, INC.", A DELAWARE CORPORATION,

"FIRST AVENUE NETWORKS GOVERNMENT SOLUTIONS, INC.", A DELAWARE CORPORATION,

"FIRST AVENUE SPECTRUM LABS, INC.", A DELAWARE CORPORATION, WITH AND INTO "FIRST AVENUE NETWORKS SOLUTIONS, INC." UNDER THE NAME OF "FIBERTOWER SOLUTIONS 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 AUGUST, A. D. 2006, AT 5:55 O'CLOCK P.M.

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



3971695 8100M
060801135

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5005126

DATE: 08-29-06

RECORDED: 05/12/2008

TRADEMARK
REEL: 003776 FRAME: 0165