

3/26/09

Form PTO-1594 (Rev. 01-09)
OMB Collection 0651-0027 (exp. 02/28/

6
03-27-2009

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office



103554240

To the Director of the U. S. Patent and Trademark Office

Documents or the new address(es) below.

1. Name of conveying party(ies):

Advanced Bridging Technologies, Inc.

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

Citizenship (see guidelines) _____
Additional names of conveying parties attached? Yes No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) 1/1/2009

- 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: Secure Wireless, Inc.
Internal Address: _____
Street Address: 5817 Dryden Place
City: Carlsbad
State: CA
Country: USA Zip: 92008

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship California
- 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)

B. Trademark Registration No.(s)
3,102,194

Additional sheet(s) attached? Yes No

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

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

Name: Dawn Urbanowicz
Internal Address: c/o Nortek, Inc.
Street Address: 50 Kennedy Plaza
City: Providence
State: RI Zip: 02903
Phone Number: 401-751-1600
Fax Number: 401-751-9844
Email Address: urbanowicz2@nortek-inc.com

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:
Deposit Account Number: 031000031 3102194
Authorized User Name: Dawn Urbanowicz

9. Signature: Dawn Urbanowicz
Signature

3/23/2009
Date

Dawn Urbanowicz
Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

AGREEMENT OF MERGER

DEC 17 2008

OF

SECURE WIRELESS, INC.

AND

ADVANCED BRIDGING TECHNOLOGIES, INC.

**EFFECTIVE
DATE**JAN 01 2009

This AGREEMENT OF MERGER is entered into on December 17, 2008 by Advanced Bridging Technologies, Inc. (hereinafter the "Disappearing Entity") and Secure Wireless, Inc. (hereinafter the "Surviving Entity") as approved by the Board of Directors of each of said corporations:

1. The Disappearing Entity, which is a corporation incorporated in the State of California, shall be merged with and into the Surviving Entity, which is a corporation incorporated in the State of California.

2. The separate existence of the Disappearing Entity shall cease upon the effective date of the merger in accordance with the provisions of the General Corporation Law of the State of California.

3. The Surviving Entity shall continue its existence under its present name pursuant to the provisions of the General Corporation Law of the State of California.

4. The effective date of the merger shall be January 1, 2009.

5. The Articles of Incorporation of the Surviving Entity upon the effective date of the merger shall be the Articles of Incorporation of the Surviving Entity already on file with the California Secretary of State.

6. The outstanding shares of the Disappearing Entity shall be canceled without consideration and no equity interest of the Surviving Entity shall be issued in exchange therefore.

7. The Agreement of Merger herein entered into and approved shall be submitted to the shareholders entitled to vote thereon of the Disappearing Entity and the shareholders of the Surviving Entity for their approval or rejection in the manner prescribed by the provisions of the General Corporation Law of the State of California.

8. In the event that this Agreement of Merger shall have been approved by the shareholders entitled to vote of the Disappearing Entity and the

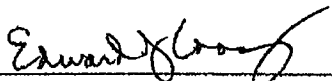
TRADEMARK

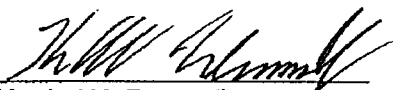
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shareholders entitled to vote of the Surviving Entity in the manner prescribed by the provisions of the General Corporation Law of the State of California, the Disappearing Entity and the Surviving Entity hereby agree that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of California, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.


9. The Board of Directors and the proper officers of the Disappearing Entity and the Board of Directors and proper officers of the Surviving Entity, respectively, are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Agreement of Merger or of the merger herein provided for.

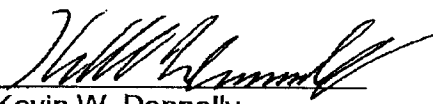
ADVANCED BRIDGING
TECHNOLOGIES, INC.

By: 
Edward J. Cooney
Vice President and Treasurer

By: 
Kevin W. Donnelly
Vice President and Secretary

SECURE WIRELESS, INC.

By: 
Edward J. Cooney
Vice President and Treasurer

By: 
Kevin W. Donnelly
Vice President and Secretary

TRADEMARK

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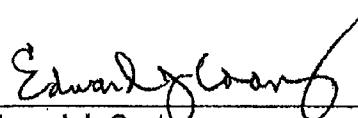
CERTIFICATE OF APPROVAL OF AGREEMENT OF MERGER

Edward J. Cooney and Kevin W. Donnelly hereby state and certify as follows:

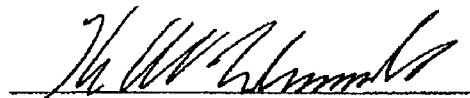
1. They are the Vice President and Treasurer and Vice President and Secretary, respectively, of Advanced Bridging Technologies, Inc., a California Corporation (the "Disappearing Corporation").
2. The agreement of merger in the form attached was duly approved by the Board of Directors.
3. The principal terms of the agreement of merger in the form attached were approved by the shareholders of the Disappearing Corporation by a vote of the number of shares which equaled or exceeded the vote required.
4. There is only one class of shares and the total number of outstanding shares of 100.
5. The shareholder percentage vote required for the aforesaid approval was one hundred (100%) percent of the issued and outstanding shares.

On the date set forth below, in the City of Providence in the State of Rhode Island, each of the undersigned does hereby declare under the penalty of perjury under the laws of the State of California that he or she signed the foregoing certificate in the official capacity set forth beneath his or her signature, and that the statements set forth in said certificate are true of his or her own knowledge.

Signed on December 17, 2008.



Edward J. Cooney
Vice President and Treasurer



Kevin W. Donnelly
Vice President and Secretary

TRADEMARK

REEL: 003962 FRAME: 0607

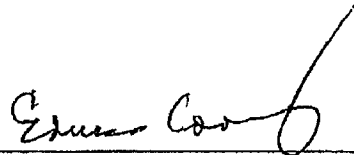
CERTIFICATE OF APPROVAL OF AGREEMENT OF MERGER

Edward J. Cooney and Kevin W. Donnelly hereby state and certify as follows:

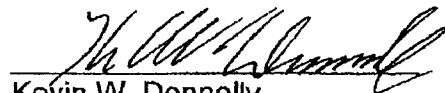
1. They are the Vice President and Treasurer and Vice President and Secretary, respectively, of Secure Wireless, Inc., a California Corporation (the "Surviving Corporation").
2. The agreement of merger in the form attached was duly approved by the Board of Directors.
3. The principal terms of the agreement of merger in the form attached were approved by the shareholders of the Disappearing Corporation by a vote of the number of shares which equaled or exceeded the vote required.
4. There is only one class of shares and the total number of outstanding shares of 100.
5. The shareholder approval was by the holders of 100% of the outstanding shares of the Surviving Corporation.

On the date set forth below, in the City of Providence in the State of Rhode Island, each of the undersigned does hereby declare under the penalty of perjury under the laws of the State of California that he or she signed the foregoing certificate in the official capacity set forth beneath his or her signature, and that the statements set forth in said certificate are true of his or her own knowledge.

Signed on December 17, 2008.



Edward J. Cooney
Vice President and Treasurer



Kevin W. Donnelly
Vice President and Secretary

