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Form PTO-1594
(Rev. 03/01)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Fitel General, Inc. 5-2901

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

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

2. Name and address of receiving party(ies)

Name: Furukawa Electric North America, Inc.

Internal

Address: _____

Street Address: 900 Lafayette Street,

Suite 506

City: Santa Clara State: CA Zip: 95050

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

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)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: 4/1/1998

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,896,808

Additional number(s) attached Yes No

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

Name: David O. Johanson

Internal Address: Bingham Dana LLP

Street Address: 150 Federal Street

City: Boston State: MA Zip: 02110

6. Total number of applications and registrations involved: One

1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David O. Johanson

Name of Person Signing

Signature

May 25, 2001

Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002306 FRAME: 0894

Office of the Secretary of 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 MERGER, WHICH MERGES:

"FITEL GENERAL, INC.", A DELAWARE CORPORATION,

WITH AND INTO "FURUKAWA ELECTRIC NORTH AMERICA, INC." UNDER THE NAME OF "FURUKAWA ELECTRIC NORTH AMERICA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF APRIL, A.D. 1998, AT 9 O'CLOCK A.M.

2164057 8100M

010250118



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 1152783

DATE: 05-24-01

TRADEMARK
REEL: 002306 FRAME: 0895

CERTIFICATE OF MERGER

OF

FITEL GENERAL, INC.

INTO

FURUKAWA ELECTRIC NORTH AMERICA, INC.

(Under Section 251 of the General
Corporation Law of the State of Delaware)

Furukawa Electric North America, Inc. hereby certifies that:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Furukawa Electric North America, Inc. ("FENA")	Delaware
Fitel General, Inc. ("FGI")	Delaware

SECOND: That an agreement and plan of merger ("Agreement") between the constituent corporations to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the merger is Furukawa Electric North America, Inc.

FOURTH: That the certificate of incorporation of Furukawa Electric North America, Inc. shall be the certificate of incorporation of the surviving corporation.

FIFTH: That the surviving corporation is a corporation of the State of Delaware.

SIXTH: That the executed Agreement is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is 900 Lafayette Street, Suite 509, Santa Clara, CA 95050.


SEVENTH: That a copy of the Agreement will be furnished by the surviving corporation, on request and without cost to any stockholder of any constituent corporation.

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EIGHTH: The authorized capital stock of FENA is two (2) shares of Common Stock, without par value. The authorized capital stock of FGI is Ten Thousand (10,000) shares of Common Stock, with a par value of \$1.00 per share for a total par value of \$10,000.00.

IN WITNESS WHEREOF, FENA has caused the Certificate to be signed by Masato Sakamoto, its President, this 1st day of April, 1998.

Furukawa Electric North America, Inc.


Masato Sakamoto
President

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