



102180736

To the Honorable Commissioner of Patents and Trademarks, attached original documents or copy thereof.

1. Name of conveying party(ies): MRO
CNi/Osmose, Inc.
8-2.02

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: Coherent Networks, Inc.
Street Address: 980 Ellicott Street
City: Buffalo State: NY ZIP: 14209-2398

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of 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) and address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: June 14, 2002

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

A. Trademark Application No.(s) 76/203,766 B. Trademark No.(s) _____

Additional Numbers attached? Yes No

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

Name: Kevin D. McCarthy
Hodgson Russ LLP
Internal Address: Intellectual Property Law Section
Street Address: One M&T Plaza, Suite 2000
City: Buffalo State: NY ZIP: 14203-2391

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)..... \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
08-2442
(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.

Christopher J. Milne Christopher J. Milne July 24, 2002
Name of Person Signing Signature Date

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

08/06/2002 AAHMED1 00000092 76203766

01 EC:481 40.00 DP

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

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
CNi/Osmose, Inc.

**Under Section 242 of the
Business Corporation Law**

The undersigned, David V.L. Bradley, Secretary of CNi/Osmose, Inc., does hereby certify:

1. The name of the corporation is CNi/Osmose, Inc. (the "Corporation").
2. The Certificate of Incorporation of the Corporation was filed by the Department of State of the State of Delaware on May 21, 2002.
3. The Certificate of Incorporation of the Corporation is hereby amended to change the name of the Corporation from CNi/Osmose, Inc. to COHERENT NETWORKS, INC.

To effect such amendment, Paragraph "1." of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

"1. The name of the Corporation is COHERENT NETWORKS, INC."

4. The foregoing amendment of the Certificate of Incorporation was authorized by the sole Director of the Corporation and approved by the sole holder of all of the issued and outstanding stock of the Corporation.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:30 PM 06/14/2002
020386757 - 3528045

IN WITNESS WHEREOF, the undersigned has subscribed this Certificate and affirmed it as true under penalties of perjury this 14th day of June, 2002.

CNi/Osmose, Inc.

James R. Spengler, Jr., /s/
By: _____
James R. Spengler, Jr., Chairman

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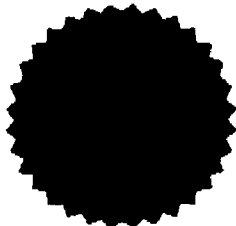
Delaware

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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 AMENDMENT OF "CNI/OSMOSE, INC.", CHANGING ITS NAME FROM "CNI/OSMOSE, INC." TO "COHERENT NETWORKS, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JUNE, A.D. 2002, AT 4:30 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3528045 8100

AUTHENTICATION: 1833850

020386757

DATE: 06-17-02

RECORDED: 08/02/2002

TRADEMARK

REEL: 002556 FRAME: 0488