



05-24-2002



102102449

Attorney Docket No. HWT B-813**PATENT CONVEYANCE RECORDATION COVER SHEET**

To the Honorable Commissioner of Patents and Trademarks:

Please record the attached original document or copy thereof.

Name of conveying party(ies):
WavTrace, Inc.5-17-02

Name and address of receiving party(ies):

Harris Broadband Wireless Access, Inc.1545 134th Street N.E.City: BellevueAdditional name(s) of conveying
party(ies) attached?State: Washington Zip Code 98005

Additional name(s) & address(es) attached?

Yes ☐ No ☒Yes ☐ No ☒

Nature of conveyance:

☐ Assignment☐ Security Agreement☒ Execution Date: (August 31, 2000)☐ Merger☒ Change of NameTotal number of applications and patents involved: 1A. Patent Application No.(s): 08/740,332 B. Patent No.(s): 6,016,313
and Filing Date(s): November 7, 1996 Issued: January 18, 2000Additional numbers attached? Yes ☐ No ☒If this document is being filed together with a new application, the
execution date of the application is: (Inventor Signed Comb Dec)Name and address of party to whom
correspondence concerning document
should be mailed:

Name: Mark C. Comtois, Esquire

Address: DUANE MORRIS LLP
1667 K Street, N.W., Suite 700
Washington, DC 20006The Commissioner is hereby authorized to
charge payment of any additional fees
associated with this communication or
credit any overpayment to Deposit Account
No. 04-1679. A duplicate of this sheet
is enclosed.Total fee (37 C.F.R. 3.41): \$40.00☒ Enclosed☐ Authorized to be charged to deposit
account

05/28/2002 GTDN11 00000035 08740332

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40.00 00

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.

A handwritten signature in dark ink, appearing to be "Mark C. [unclear]", written over a horizontal line.

Signature

17 MAY 02

Date

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF AMENDMENT

to

WAVTRACE, INC.

a Washington Profit Corporation. Articles of Amendment were filed for record in this office on the date indicated below.

Changing name to **HARRIS BROADBAND WIRELESS ACCESS, INC.**

UBI Number: 601 365 115

Date: August 31, 2000



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Ralph Munro, Secretary of State

2-452388-8

FIFTH AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

WAVTRACE, INC.

FILED
STATE OF WASHINGTON

AUG 31 2000

RALPH MUNRO
SECRETARY OF STATE

ARTICLES 1. NAME

The name of this corporation is Harris Broadband Wireless Access, Inc.

ARTICLE 2. SHARES

2.1. Classes of Stock. The total number of shares of all classes of capital stock which the corporation shall have the authority to issue is one thousand (1,000) shares of common stock with a par value of \$0.01 per share

ARTICLE 3. REGISTERED OFFICE AND AGENT

The name of the registered agent of this corporation and the address of its registered office are as follows:

Corporation Service Company
1010 Union Avenue S.E., Suite B
Olympia, Washington 98501-1539

ARTICLE 4. PREEMPTIVE RIGHTS

No preemptive rights shall exist with respect to shares of stock or securities convertible into shares of stock of this corporation.

ARTICLE 5. CUMULATIVE VOTING

The right to cumulate votes in the election of Directors shall not exist with respect to shares of stock of this corporation.

ARTICLE 6. DIRECTORS

The number of Directors of this corporation shall be determined in the manner provided by the Bylaws and may be increased or decreased from time to time in the manner provided therein.

240-1041

ARTICLE 7. BYLAWS

The Board shall have the power to adopt, amend or repeal the Bylaws of this corporation, subject to the power of the shareholders to amend or repeal such Bylaws. The shareholders shall also have the power to amend or repeal the Bylaws of this corporation and to adopt new Bylaws.

ARTICLE 8. AMENDMENTS TO ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation in any manner now or hereafter permitted by law, and the rights of the shareholders of this corporation are granted subject to this reservation.

ARTICLE 9. ACTION BY SHAREHOLDERS WITHOUT A MEETING

Any action required or permitted to be taken at any meeting of this corporation's shareholders may be taken without a meeting or a vote if either:

- (a) the action is taken by all of this corporation's shareholders entitled to vote on the action; or
- (b) so long as this corporation is not a public company, the action is taken by this corporation's shareholders holding of record, or otherwise entitled to vote, in the aggregate no less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote on the action were present and voted.

The taking of action by shareholders without a meeting or vote must be evidenced by one or more written consents describing the action taken, signed by shareholders holding of record or otherwise entitled to vote in the aggregate not less than the minimum number of votes necessary in order to take such action by written consent.

To the extent prior notice is required by law, any advance notice required by statute to be given to nonconsenting shareholders of this corporation shall be made at least one business day prior to the effectiveness of the action, or such longer period as required by law. The form of this notice shall be sufficient to appraise the nonconsenting shareholders of this corporation of the nature of the action to be effected, in a manner approved by the directors of this corporation or by the committee or officers to whom the Board of Directors has delegated that responsibility.

ARTICLE 10. ACTION BY MAJORITY VOTE

To the extent permitted under RCW 23B, the Corporation's shareholders may take action by the affirmative vote of a simple majority of all shareholders of the Corporation entitled to vote on an action. This Article 10 is specifically intended to reduce the voting requirements otherwise prescribed under RCW 23B.10.030, 23B.11.030, and 23B.12.020, in accordance with RCW 23B.07.270.

243-1041-2

ARTICLE 11. LIMITATION OF DIRECTOR LIABILITY

The liability of directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under Washington law. A director of this corporation shall not be personally liable to this corporation or this corporation's shareholders for monetary damages for conduct as a director, except for:

- (a) acts or omissions involving intentional misconduct by the director or a knowing violation of the law by the director;
- (b) conduct violating RCW 23B.08.310 (which involves certain distributions by the corporation); and
- (c) any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled.

If the Washington Business Corporation Act is amended to authorize corporate action further eliminating or limiting personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Washington Business Corporation Act, as so amended. Any repeal or modification of the foregoing paragraph by the Shareholders shall not adversely affect any right or protection of a director of this corporation with respect to any acts or omissions of such director occurring prior to such repeal or modification.

ARTICLE 12. DIRECTOR INDEMNIFICATION

This corporation shall indemnify its directors to the fullest extent permitted by the Washington Business Corporation Act now or hereafter in force. However, such indemnity shall not apply on account of:

- (a) acts or omissions of the director finally adjudged to be intentional misconduct or a knowing violation of the law;
- (b) conduct of the director finally adjudged in violation of RCW 23B.08.310; or
- (c) any transaction with respect to which it was finally adjudged that such director personally received a benefit in money, property, or services to which the director was not legally entitled.

This corporation shall advance expenses for such persons pursuant to the terms set forth in this corporation's bylaws, or in a separate directors' resolution or contract. The Board of Directors may take such action as is necessary to carry out these indemnification and expense advancement provisions. It is expressly empowered to adopt, approve, and amend from time to time such bylaws, resolutions, contracts, or further indemnification and expense advancement arrangements as may be permitted by law, implementing these provisions. Such bylaws, resolutions, contracts or further arrangements shall include but not be limited to implementing the manner in which determinations as to any indemnity or advancement of expenses shall be made. No amendment or repeal of this Article 12 shall apply to or have any effect on any right to indemnification provided hereunder with respect to acts or omissions occurring prior to such amendment or repeal.

2000-10-41-0

These Fifth Amended and Restated Articles of Incorporation are executed as of this 31 day of August, 2000.

By: Scott T. Mikuen
Scott Mikuen, Assistant Secretary

290-1041-4
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CERTIFICATE OF OFFICER
OF
WAVTRACE, INC.

Pursuant to the provisions of RCW 23B.10.070, the Fifth Amended and Restated Articles of Incorporation of Wavtrace, Inc., a Washington corporation (the "Corporation"), are hereby submitted for filing.

1. The name of record of the Corporation is Wavtrace, Inc.
2. The Fourth Amended and Restated Articles of Incorporation are amended and restated in their entirety and replaced with the Fifth Amended and Restated Articles of Incorporation of Wavtrace, Inc. in the form attached hereto as Exhibit A.
3. The Fifth Amended and Restated Articles were approved by the Board of Directors and by the shareholders of the Corporation in accordance with the provisions of RCW 23B.10.030 and 23B.10.040.

IN WITNESS WHEREOF, the undersigned certifies that he is the Assistant Secretary of the Corporation and has executed these Fifth Amended and Restated Articles of Incorporation this 31 day of August, 2000.

WAVTRACE, INC.
a Washington corporation

By:

Scott T. Mikue
Scott Mikuen, Assistant Secretary

FIFTH AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF

WAVTRACE, INC.

ARTICLES 1. NAME

The name of this corporation is Harris Broadband Wireless Access, Inc.

ARTICLE 2. SHARES

2.1. Classes of Stock. The total number of shares of all classes of capital stock which the corporation shall have the authority to issue is one thousand (1,000) shares of common stock with a par value of \$0.01 per share

ARTICLE 3. REGISTERED OFFICE AND AGENT

The name of the registered agent of this corporation and the address of its registered office are as follows:

Corporation Service Company
1010 Union Avenue S.E., Suite B
Olympia, Washington 98501-1539

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The right to cumulate votes in the election of Directors shall not exist with respect to shares of stock of this corporation.

ARTICLE 6. DIRECTORS

The number of Directors of this corporation shall be determined in the manner provided by the Bylaws and may be increased or decreased from time to time in the manner provided therein.

ARTICLE 7. BYLAWS

The Board shall have the power to adopt, amend or repeal the Bylaws of this corporation, subject to the power of the shareholders to amend or repeal such Bylaws. The shareholders shall also have the power to amend or repeal the Bylaws of this corporation and to adopt new Bylaws.

ARTICLE 8. AMENDMENTS TO ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation in any manner now or hereafter permitted by law, and the rights of the shareholders of this corporation are granted subject to this reservation.

ARTICLE 9. ACTION BY SHAREHOLDERS WITHOUT A MEETING

Any action required or permitted to be taken at any meeting of this corporation's shareholders may be taken without a meeting or a vote if either:

(a) the action is taken by all of this corporation's shareholders entitled to vote on the action; or

(b) so long as this corporation is not a public company, the action is taken by this corporation's shareholders holding of record, or otherwise entitled to vote, in the aggregate no less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote on the action were present and voted.

The taking of action by shareholders without a meeting or vote must be evidenced by one or more written consents describing the action taken, signed by shareholders holding of record or otherwise entitled to vote in the aggregate not less than the minimum number of votes necessary in order to take such action by written consent.

To the extent prior notice is required by law, any advance notice required by statute to be given to nonconsenting shareholders of this corporation shall be made at least one business day prior to the effectiveness of the action, or such longer period as required by law. The form of this notice shall be sufficient to appraise the nonconsenting shareholders of this corporation of the nature of the action to be effected, in a manner approved by the directors of this corporation or by the committee or officers to whom the Board of Directors has delegated that responsibility.

ARTICLE 10. ACTION BY MAJORITY VOTE

To the extent permitted under RCW 23B, the Corporation's shareholders may take action by the affirmative vote of a simple majority of all shareholders of the Corporation entitled to vote on an action. This Article 10 is specifically intended to reduce the voting requirements otherwise prescribed under RCW 23B.10.030, 23B.11.030, and 23B.12.020, in accordance with RCW 23B.07.270.

243-1041

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The liability of directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under Washington law. A director of this corporation shall not be personally liable to this corporation or this corporation's shareholders for monetary damages for conduct as a director, except for:

- (a) acts or omissions involving intentional misconduct by the director or a knowing violation of the law by the director;
- (b) conduct violating RCW 23B.08.310 (which involves certain distributions by the corporation); and
- (c) any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled.

If the Washington Business Corporation Act is amended to authorize corporate action further eliminating or limiting personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Washington Business Corporation Act, as so amended. Any repeal or modification of the foregoing paragraph by the Shareholders shall not adversely affect any right or protection of a director of this corporation with respect to any acts or omissions of such director occurring prior to such repeal or modification.

ARTICLE 12. DIRECTOR INDEMNIFICATION

This corporation shall indemnify its directors to the fullest extent permitted by the Washington Business Corporation Act now or hereafter in force. However, such indemnity shall not apply on account of:

- (a) acts or omissions of the director finally adjudged to be intentional misconduct or a knowing violation of the law;
- (b) conduct of the director finally adjudged in violation of RCW 23B.08.310; or
- (c) any transaction with respect to which it was finally adjudged that such director personally received a benefit in money, property, or services to which the director was not legally entitled.

This corporation shall advance expenses for such persons pursuant to the terms set forth in this corporation's bylaws, or in a separate directors' resolution or contract. The Board of Directors may take such action as is necessary to carry out these indemnification and expense advancement provisions. It is expressly empowered to adopt, approve, and amend from time to time such bylaws, resolutions, contracts, or further indemnification and expense advancement arrangements as may be permitted by law, implementing these provisions. Such bylaws, resolutions, contracts or further arrangements shall include but not be limited to implementing the manner in which determinations as to any indemnity or advancement of expenses shall be made. No amendment or repeal of this Article 12 shall apply to or have any effect on any right to indemnification provided hereunder with respect to acts or omissions occurring prior to such amendment or repeal.

147-704128

These Fifth Amended and Restated Articles of Incorporation are executed as of this 31 day of August, 2000.

By: Scott T. Mikuen
Scott Mikuen, Assistant Secretary

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.

A handwritten signature in black ink, appearing to read "Mark Conlon", written over a horizontal line.

Signature

17 MAY 02

Date