

## PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/10/2007
CONVEYING PARTY DATA	
Name	Execution Date
Terabeam, Inc.	09/04/2007
RECEIVING PARTY DATA	
Name:	Proxim Wireless Corporation
Street Address:	2115 O'Nel Drive (Address in 9/2007)
City:	San Jose
State/Country:	CALIFORNIA
Postal Code:	95131
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	5757241
CORRESPONDENCE DATA	
Fax Number:	(978)341-0136
Phone:	978-341-0036
Email:	Rhonda.Scherer@hbsr.com
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Correspondent Name:	David J. Thibodeau, Jr.
Address Line 1:	530 Virginia Road, P.O. Box 9133
Address Line 2:	Hamilton, Brook, Smith & Reynolds, P.C.
Address Line 4:	Concord, MASSACHUSETTS 01742-9133
ATTORNEY DOCKET NUMBER:	2695.0046-000
NAME OF SUBMITTER:	Rhonda Scherer
Total Attachments: 4 source=[4]_26951001000_MergerTerabeam_ProximWireless#page1.tif source=[4]_26951001000_MergerTerabeam_ProximWireless#page2.tif source=[4]_26951001000_MergerTerabeam_ProximWireless#page3.tif source=[4]_26951001000_MergerTerabeam_ProximWireless#page4.tif	

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# 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:

"PROXIM WIRELESS CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "TERABEAM, INC." UNDER THE NAME OF "PROXIM WIRELESS CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF SEPTEMBER, A.D. 2007, AT 9:45 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TENTH DAY OF SEPTEMBER, A.D. 2007, AT 12:01 O'CLOCK A.M.

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

3637486 8100M

070980218



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5971637

DATE: 09-04-07

PATENT

REEL: 028531 FRAME: 0097

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:45 AM 09/04/2007  
FILED 09:45 AM 09/04/2007  
SRV 070980218 - 3637486 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

PROXIM WIRELESS CORPORATION

WITH AND INTO

TERABEAM, INC.

Pursuant to Section 253 of the  
General Corporation Law of the State of Delaware

Terabeam, Inc., a Delaware corporation (the "Company"), does hereby certify to the following facts relating to the merger (the "Merger") of Proxim Wireless Corporation, a Delaware corporation (the "Subsidiary"), with and into the Company, with the Company remaining as the surviving corporation under the name of Proxim Wireless Corporation:

FIRST: The Company is incorporated pursuant to the General Corporation Law of the State of Delaware (the "DGCL"). The Subsidiary is incorporated pursuant to the DGCL.

SECOND: The Company owns all of the outstanding shares of each class of capital stock of the Subsidiary.

THIRD: The Board of Directors of the Company, by the following resolutions, duly determined to merge the Subsidiary with and into the Company pursuant to Section 253 of the DGCL:

WHEREAS, Terabeam, Inc., a Delaware corporation (the "Company"), owns all of the outstanding shares of the capital stock of Proxim Wireless Corporation, a Delaware corporation (the "Subsidiary"); and

WHEREAS, the Board of Directors of the Company has deemed it advisable that the Subsidiary be merged with and into

the Company pursuant to Section 253 of the General Corporation Law of the State of Delaware;

NOW, THEREFORE, BE IT AND IT HEREBY IS

RESOLVED, that the Subsidiary be merged with and into the Company (the "Merger"); and it is further

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Company shall remain unchanged and continue to remain outstanding as one share of common stock of the Company, held by the person who was the holder of such share of common stock of the Company immediately prior to the Merger; and it is further

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Subsidiary shall be cancelled and no consideration shall be issued in respect thereof; and it is further

RESOLVED, that the certificate of incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation, except that Article FIRST thereof shall be amended to read in its entirety as follows:

FIRST. The name of the corporation is Proxim Wireless Corporation.

RESOLVED, that the proper officers of the Company be and they hereby are authorized and directed to make, execute and acknowledge, in the name and under the corporate seal of the Company, a certificate of ownership and merger for the purpose of effecting the Merger and to file the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Merger.

FOURTH: The Company shall be the surviving corporation of the Merger.


FIFTH: The certificate of incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation, except that Article FIRST thereof shall be amended to read in its entirety as follows:

FIRST. The name of the corporation is Proxim Wireless Corporation.

SIXTH: This Certificate of Ownership and Merger, the Merger effected hereby, and the amendment to the certificate of incorporation of the Company effected thereby shall become effective at 12:01 a.m., eastern time, on September 10, 2007.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 4th day of September, 2007.

TERABEAM, INC.

By: 

Name: David L. Renauld

Office: Vice President