

F960000004466

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: P-Com, Inc
(Name of Corporation)

DOCUMENT NUMBER: F96000004466

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Daniel W Rumsey
(Name of Contact Person)

Wave Wireless Corporation
(Firm/Company)

1996 Lundy Ave
(Address)

San Jose, CA 95131
(City/State and Zip Code)

For further information concerning this matter, please call:

Daniel W Rumsey at (408) 943-4200
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

<input type="checkbox"/> \$35.00 Filing Fee	<input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status	<input checked="" type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	<input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)
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Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F96000004466

(Document number of corporation (if known))

1. P-Com, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Delaware
(Incorporated under laws of)

3. 08/29/1996
(Date authorized to do business in Florida)

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FLORIDA

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 08/12/2005

5. Wave Wireless Corporation
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

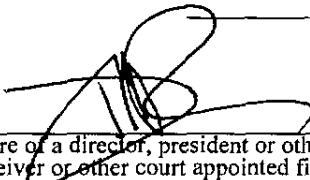
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Daniel W Rumsey

(Typed or printed name of person signing)

Acting CEO

(Title of person signing)

Delaware

PAGE 1

The First State

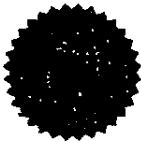
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "P-COM, INC.", CHANGING ITS NAME FROM "P-COM, INC." TO "WAVE WIRELESS CORPORATION", FILED IN THIS OFFICE ON THE TWELFTH DAY OF AUGUST, A.D. 2005, AT 3:17 O'CLOCK P.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-SECOND DAY OF AUGUST, A.D. 2005, AT 8 O'CLOCK A.M.

2271832 8100

050668623



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4090994

DATE: 08-12-05

CERTIFICATE OF AMENDMENT OF
RESTATED CERTIFICATE OF INCORPORATION OF
P-COM, INC.

(Pursuant to Section 242 of the
Delaware General Corporation Law)

P-COM, INC. (the "Corporation"), a corporation organized and existing under the General Corporation Law of the State of Delaware, by its duly authorized officer, does hereby certify:

FIRST: That the Board of Directors of the Corporation duly adopted a resolution setting forth a proposed amendment to the Restated Certificate of Incorporation of the Corporation and declaring said amendment to be advisable and recommended for approval by the stockholders of the Corporation.

SECOND: That the amendment was duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

THIRD: That upon the effectiveness of this Certificate of Amendment, Article I of the Restated Certificate of Incorporation of the Corporation is hereby amended such that, as amended, said Article shall read in its entirety as follows:

The name of this Corporation is Wave Wireless Corporation.

FOURTH: That the foregoing amendment shall be effective on August 22, 2005 at 8:00 a.m. Eastern Time.

IN WITNESS WHEREOF, this Certificate of Amendment of Restated Certificate of Incorporation has been executed on this 12th day of August, 2005.

P-COM, INC.

By: /s/ Daniel W. Rumsey
Daniel W. Rumsey
Secretary

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:16 PM 08/12/2005
FILED 03:17 PM 08/12/2005
SRV 050668623 - 2271832 FILE