

U.S. PATENT AND TRADEMARK OFFICE

10-30-1998

Docket No.:

Form PTO-1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RE



ET

10-28-98

100864794

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

1. Name of conveying party(ies):
Intelligent Controls Inc.

- Individual(s)
 - General Partnership
 - Corporation-State **Washington**
 - Other
- Association
 - Limited Partnership

Additional name(s) of conveying party(ies) attached? yes no

2. Name and address of receiving party(ies):

Name: **Odetics, Inc.**
Internal Address:

Street Address:
1515 South Manchester Avenue
City **Anaheim** State **CA** ZIP **92802**

3. Name of Conveyance:

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

Execution Date: **October 29, 1997**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State **California**
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: yes no
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? yes no

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

A. Trademark Application No.(s)

B. Trademark registration No.(s) **1,579,915;**
1,347,738; 1,349,015

Additional numbers attached? yes no

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

Name: **Rami S. Yann**
Internal Address: **GRAHAM & JAMES**

10/29/1998 DNGUYEN 00000291 1579915

01 FC:481
02 FC:482

Street Address: **801 So. Figueroa St., 14th Fl.**
City: **Los Angeles** State: **CA** ZIP **90017-5554**

40.00 BP
50.00 OP

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41):.....\$ **90.00** (\$40.00 for the first trademark, \$25.00 for each additional mark).

- 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.

Rami S. Yann

Name of Person Signing

Signature

Date

Total number of pages comprising cover sheet: **1**

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231**

Public burden for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503.

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, 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:

"INTELLIGENT CONTROLS INC.", A WASHINGTON CORPORATION, WITH AND INTO "ODETICS, INC." UNDER THE NAME OF "ODETICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF OCTOBER, A.D. 1997, AT 3 O'CLOCK P.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 8730130

DATE: 10-29-97

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No. 7760 P. 2/14

TRADEMARK
OCT. 20. 1999

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CERTIFICATE OF MERGER

MERGING

INTELLIGENT CONTROLS INC.

WITH AND INTO

ODETICS, INC.

Pursuant to Section 252 of the General Corporation Law of
the State of Delaware

The undersigned, Robert R. Percival and Sylvia H. Percival, being respectively the President and Secretary of Intelligent Controls Inc., a Washington corporation ("ICI"), and Frank W. Borst and Jerry F. Muench, being respectively the Vice President and Secretary of Odetics, Inc., a Delaware corporation ("Odetics"), for purposes of effecting a merger of ICI with and into Odetics (the "Merger"), hereby certify as follows:

1. The name of each constituent corporation to the Merger is:
 - (i) Intelligent Controls Inc., a Washington corporation; and
 - (ii) Odetics, Inc., a Delaware corporation.
2. An Agreement and Plan of Merger (the "Merger Agreement"), dated as of October 9, 1997, among Odetics, ICI, Robert R. Percival and Sylvia H. Percival, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of ICI and Odetics in accordance with Section 252 of the General Corporation Law of the State of Delaware.
3. The surviving corporation in the Merger shall be Odetics, Inc., a Delaware corporation.
4. The Certificate of Incorporation of Odetics shall be the Certificate of Incorporation of the surviving corporation in the Merger.
5. The executed Merger Agreement is on file at the principal place of business of Odetics, the address of which is 1515 South Manchester Avenue, Anaheim, California 92802.

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DCOLIB11LJLJ47907.01

6. A copy of the Merger Agreement will be furnished by Odetics, on request and without cost, to any stockholder of Odetics or ICI.
7. The authorized capital stock of ICI consists of 10,000,000 shares of common stock, par value \$.005 per share, and 1,000,000 shares of preferred stock, par value \$.005 per share.
8. The Merger Agreement was adopted by the Board of Directors of Odetics, without a vote of stockholders, pursuant to the first sentence of Section 251(f) of the General Corporation Law of the State of Delaware, the conditions of which have been satisfied.
9. The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, we have subscribed this document on the date set forth below and do hereby affirm, under the penalties of perjury, that the statements contained herein have been examined by us and are true and correct.

Executed on this 29th day of October, 1997.

INTELLIGENT CONTROLS INC., a Washington corporation

By: 
Robert R. Percival, President

By: 
Sylvia H. Percival, Secretary

ODETICS, INC., a Delaware corporation

By: _____
Frank W. Borst, Vice President

By: _____
Jerry F. Muench, Secretary

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6. A copy of the Merger Agreement will be furnished by Odetics, on request and without cost, to any stockholder of Odetics or ICI.
7. The authorized capital stock of ICI consists of 10,000,000 shares of common stock, par value \$.005 per share, and 1,000,000 shares of preferred stock, par value \$.005 per share.
8. The Merger Agreement was adopted by the Board of Directors of Odetics, without a vote of stockholders, pursuant to the first sentence of Section 251(f) of the General Corporation Law of the State of Delaware, the conditions of which have been satisfied.
9. The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, we have subscribed this document on the date set forth below and do hereby affirm, under the penalties of perjury, that the statements contained herein have been examined by us and are true and correct.

Executed on this 29th day of October, 1997.

INTELLIGENT CONTROLS INC., a Washington corporation

By: _____
Robert R. Percival, President

By: _____
Sylvia H. Percival, Secretary

ODETICS, INC., a Delaware corporation

By: Frank W. Borst
Frank W. Borst, Vice President

By: Jerry F. Muench
Jerry F. Muench, Secretary

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