



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

1. Name of conveying party(ies):

HE Holdings, Inc., dba Hughes Electronics

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Raytheon Company

Internal Address: Patent Department

Street Address: 141 Spring Street

City: Lexington State: MA ZIP: 02421

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No

(Designations must be separate document from assignment)

Assignment name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: December 17, 1997

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

A. Trademark Application No.(s)

1,807,131; 812,505; 869,653; 438,568; 963,883

02 FC:132 100.00 Cl

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

1,807,131; 812,505; 869,653; 438,568; 963,883

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

Name: Robin R. Longo

Internal Address: Intellectual Property Department

Street Address: 141 Spring Street

City: Lexington State: MA ZIP: 02421

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41).....\$ 160.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-0550

(Attached is a 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.

Robin R. Longo

Name of Person Signing
Registration No.

Robin R. Longo
Signature

12/13/98
Date

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

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:

"RAYTHEON COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "HE HOLDINGS, INC." UNDER THE NAME OF
"RAYTHEON COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE SEVENTEENTH DAY OF DECEMBER, A.D. 1997, AT 3:20
O'CLOCK P.M.



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

0472015 8100M

971440352

AUTHENTICATION:

8827184

DATE:

12-22-97

TRADEMARK

REEL: 1825 FRAME: 0729

CERTIFICATE OF MERGER

OF

RAYTHEON COMPANY

WITH AND INTO

HE HOLDINGS, INC.

Under Section 251

of

the Delaware General Corporation Law

THE UNDERSIGNED, HE Holdings, Inc. ("Defense") and Raytheon Company ("Raytheon"), in connection with the merger of Raytheon with and into Defense (the "Merger"), hereby certify as follows:

FIRST: The name and the state of incorporation of each of the constituent corporations are:

<u>Name</u>	<u>State of Incorporation</u>
HE Holdings, Inc.	Delaware
Raytheon Company	Delaware

SECOND: An agreement and plan of merger relating to the Merger (the "Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law.

THIRD: The name of the surviving corporation of the Merger is HE Holdings, Inc.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be the Amended and Restated Certificate of Incorporation of HE Holdings, Inc. as filed with the Secretary of State of Delaware on December 12, 1997; provided, however, that Article I thereof shall be amended and restated as of the effectiveness of the Merger to read as follows:

"Article I
Name

The name of the corporation (which is hereafter referred to as the "Corporation") is Raytheon Company."

FIFTH: The merger shall be effective at and as of 5:00 p.m. (Eastern Time) on December 17, 1997.

SIXTH: The executed Agreement of Merger is on file ^{at (44)} as the principal place of business of the surviving corporation at 141 Spring Street, Lexington, Massachusetts 02173.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of either constituent corporation.

IN WITNESS WHEREOF, the undersigned corporations have duly executed this Certificate this 17th day of December 1997.

RAYTHEON COMPANY

By: Thomas D. Hyde
Name: THOMAS D. HYDE
Title: VICE PRESIDENT AND GENERAL COUNSEL

HE HOLDINGS, INC.

By: J.L. Williamson
Name: J.L. WILLIAMSON
Title: ASSIST. SECRETARY