

1-12-99

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



100942812

To the Honorable Commissioner of Patents and Trademarks. Please record the

1. Name of Party(ies) conveying an interest:

E-Systems, Inc.

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

2. Name and Address of Party(ies) receiving an interest:

Raytheon E-Systems, Inc.
501 South Jupiter Road
Garland, Texas 75042

Individual Association
 General Partnership Limited Partnership
 Corporation - Delaware
 Other
 Citizenship

3. Interest Conveyed:

Assignment Change of Name
 Security Agreement Merger
 Other

If not domiciled in the United States, a domestic representative designation is attached:

Yes
 No

Effective Date: July 3, 1996

4. Application number(s) or registration number(s). Additional sheet attached? Yes X No

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,753,612

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

Name: Harold E. Meier, Esq.
Baker & Botts, L.L.P.
Street Address: 2001 Ross Avenue
City: Dallas
State: Texas Zip: 74201

6. Number of applications and registrations involved: One (1)

7. Amount of fee enclosed or authorized to be charged: \$40.00

8. Deposit account number (Attach duplicate copy of this form 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.

Harold E. Meier Harold E. Meier 1/6/99
Name of Person Signing Signature Date

Total number of pages including cover sheet 3

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

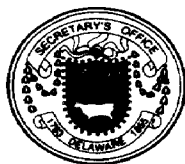
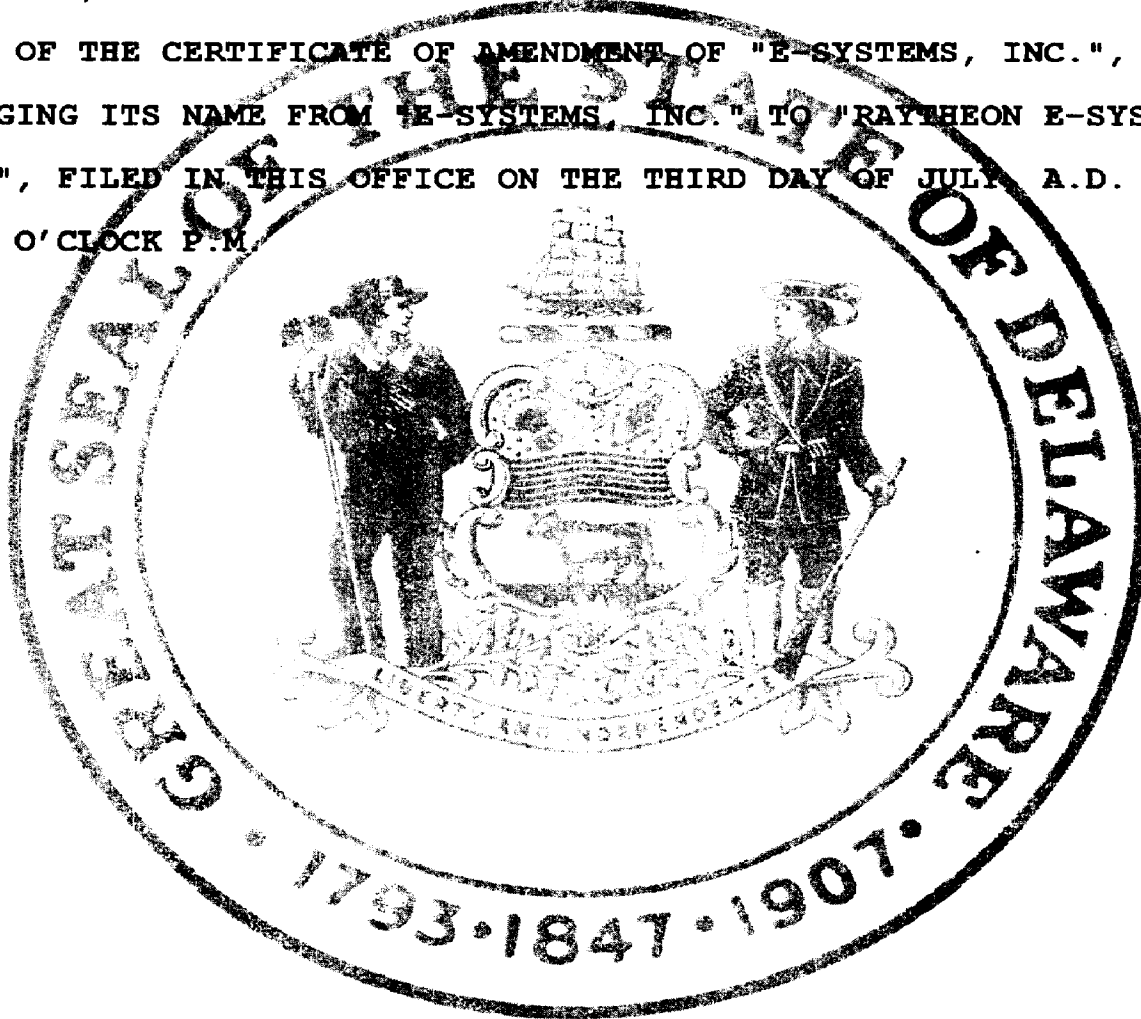
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Mail documents to be recorded with required cover sheet information:
Commissioner of Patent and Trademarks
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Public burden reporting for this sample cover sheet is estimated to average about 30 minutes 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 AMENDMENT OF "E-SYSTEMS, INC.", CHANGING ITS NAME FROM "E-SYSTEMS, INC." TO "RAYTHEON E-SYSTEMS, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF JULY A.D. 1996, AT 4 O'CLOCK P.M.



0619629 8100

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 8900165

DATE: 02-03-98

TRADEMARK
REEL: 1839 FRAME: 0898

**AMENDMENT TO CERTIFICATE OF INCORPORATION
OF
E-SYSTEMS, INC.**

E-Systems, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

1. The name of the Corporation is E-Systems, Inc. (the "Corporation"). The date of filing the Corporation's original Certificate of Incorporation with the Secretary of State of Delaware was December 28, 1964 under the title of LTV ElectroSystems, Inc.

2. That ARTICLE ONE of the Corporation's Certificate of Incorporation is hereby amended as set forth below:

"ARTICLE ONE: The name of the corporation is Raytheon E-Systems, Inc."

3. This Amendment to the Certificate of Incorporation of E-Systems, Inc. was duly adopted by the sole stockholder of the Corporation by written consent dated July 3, 1996 in accordance with Section 242(b) of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, E-Systems, Inc. has caused this Amendment to the Certificate of Incorporation to be signed by its Chairman and Chief Executive Officer on the 3rd day of July, 1996 who acknowledges that the facts stated herein are true.

E-Systems, Inc.

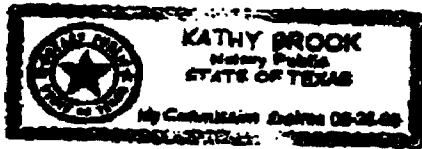
By: *A. Lowell Lawson*
A. Lowell Lawson
Chairman & Chief Executive Officer

ATTESTED:

Michael C. Eberhardt
Michael C. Eberhardt
Secretary

SUBSCRIBED AND SWORN TO
before me this 3rd day of July 1996.

Kathy Brook
Notary Public



My Commission Expires: **6-25-99**