

01-19-1999



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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

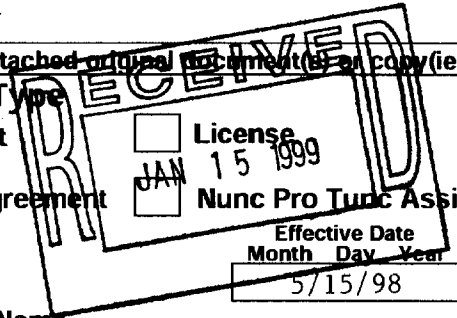
TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

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



Conveying Party

Mark if additional names of conveying parties attached

Name  Execution Date   
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

01/19/1999 DNGUYEN 00000022 75473497

FOR OFFICE USE ONLY

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 1840 FRAME: 0777

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

212-909-7372

Name

Andrew S. Borodach

Address (line 1)

Debevoise & Plimpton

Address (line 2)

875 Third Avenue

Address (line 3)

New York, NY 10022

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

5

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

75/473,497

**Number of Properties**

Enter the total number of properties involved.

#

1

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

Andrew S. Borodach

*Andrew S. Borodach*

January 13, 1999

Name of Person Signing

Signature

Date Signed

Office of the Secretary of State

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:

"TELECOMMUNICATIONS TECHNIQUES CORPORATION", A MARYLAND CORPORATION,

WITH AND INTO "TTC REORG CORPORATION" UNDER THE NAME OF "TTC REORG CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF MAY, A.D. 1998, AT 3:30 O'CLOCK P.M.

"Express Mail" mailing label No. EH827326484US

Date of Deposit: January 13 1999

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 39 CFR 1.112 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20231.

Elisa Raley

(Typed or printed name of person mailing paper or fee)

Elisa Raley

(Signature of person mailing paper or fee)



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9505330

DATE: 01-06-99

TRADEMARK  
REEL: 1840 FRAME: 0779

**CERTIFICATE OF MERGER**

**Merging**

**TELECOMMUNICATIONS TECHNIQUES CORPORATION**

**Into**

**TTC REORG CORPORATION**

**TTC REORG CORPORATION (the "Corporation"), a corporation organized and existing under the laws of the State of Delaware. HEREBY CERTIFIES:**

**FIRST:** That the Corporation was incorporated on May 15, 1998 under the name TTC Reorg Corporation pursuant to the General Corporation Law of the State of Delaware (the "DGCL").

**SECOND:** That Telecommunications Techniques Corporation ("TTC") was incorporated on November 1, 1973 pursuant to the General Corporation Law of the State of Maryland.

**THIRD:** That an Agreement and Plan of Merger, dated as of May 15, 1998, between the Corporation and TTC (the "Agreement"), providing for TTC to be merged into and survived by the Corporation (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the Corporation and TTC in accordance with Section 252 of the DGCL.

**FOURTH:** That the Corporation shall be the surviving corporation (the "Surviving Corporation") of the Merger. The Certificate of Incorporation of the Surviving Corporation will be the Certificate of Incorporation of TTC Reorg Corporation.

**FIFTH:** That the By-Laws of the Corporation shall be the By-Laws of the Surviving Corporation.

**SIXTH:** That the directors and officers of the Corporation shall be the directors and officers, respectively, of the Surviving Corporation, each to hold such

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office until his or her successor shall be elected or appointed and qualified or until his or her earlier death, resignation or removal.

**SEVENTH:** That the Merger has been approved by the written consent Dynatech U.S.A, Inc., the holder of all the issued and outstanding shares of common stock of TTC and the Corporation, in accordance with Section 228(a) of the DGCL and Section 2-503 of the Maryland General Corporation Law.

**EIGHTH:** That the executed Agreement is on file at an office of the Corporation at 20410 Observation Drive, Germantown, MD 20876. A copy will be furnished, on request and without cost, to any shareholder of the Corporation.

**NINTH:** That the number of shares of stock of all classes which TTC has authority to issue is one-hundred thousand (100,000) shares, of the par value of one-tenth of a Dollar (\$.10) each.

**TENTH:** Notwithstanding anything to the contrary, the Merger may be terminated and abandoned by the Board of Directors of the Corporation or TTC at any time prior to the filing of this Certificate.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be executed by a duly authorized officer thereof.

TTC REORG CORPORATION

By:   
Name: **Mark Tremallo**  
Title: **Secretary**

Dated: May 15, 1998

"Express Mail" mailing label No. EH827326484US

Date of Deposit January 13, 1999  
I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 in the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20231.

ELISA RAELEY

(Typed or printed name of person mailing paper or fee)

Elisa Raeley

(Signature of person mailing paper or fee)

Trademark Applications

Serial Number

Trademark

Filing Date

75/473,497

TESTPAD

04/17/98