

07-06-1999



COMMERCE  
FORM SHEET

Patent and Trademark Office

6-30-99

101083334

To the Honorable Commissioner

with the attached original documents or copy thereof.

1. Submission Type

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

2. Name and address of receiving party:

Name: Northrop Grumman Corporation  
DBA/AKA/TA: \_\_\_\_\_

Address: 1840 Century Park East

City: Los Angeles State: CA Zip: 90067

- Individual  Corporation
- Association  Limited Partnership
- General Partnership  Other

Citizenship/State of Incorporation:

Delaware

Additional name(s) of receiving parties attached?  Yes  No

If assignee is not domiciled in the United States, a domestic representative designation is attached:  
 Yes  No  
(Designations must be a separate document from Assignment)

3. Name of Conveying Party:

Name: Grumman Corporation

Formerly: \_\_\_\_\_

- Individual(s)  Association  Partnership  
MONTH DAY YEAR  
09/30/96  
Execution Date
- General Partnership  Limited Partnership
- Corporation
- Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization:  
New York

Additional name(s) of conveying parties attached?  Yes  No

4. Conveyance Type:

- Assignment  Merger  License
  - Security Agreement  Change of Name  Nunc Pro Tunc Assignment
  - Other \_\_\_\_\_
- Effective Date: \_\_\_\_\_ (if nunc pro tunc assignment)

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

A. Trademark Application No. (s)

B. Trademark registration No. (s)

1,309,299

Additional numbers attached?  Yes  No

6. Name and address of party to whom correspondence concerning document should be mailed (and Domestic Representative Address, if applicable):

Name: Janet Dore, Esq.

MORGAN & FINNEGAN, L.L.P.

Address: 345 Park Avenue

City: New York State: NY Zip: 10154-0053

Area Code and Telephone No.: 212-415-8563

7. Total number of applications and registrations involved: 11

8. Total fee (37 CFR 3.41): \$ \_\_\_\_\_

- Enclosed
- Authorized to be charged to deposit account

9. Deposit account number:

13-4500

Authorization to charge additional fees  Yes  No

07/06/1999 NTHAI1 00000010 134500 1309299

FOR OFFICE USE ONLY

01 FC:481 Statement of Signature  
02 FC:482 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

Janet Dore  
Name of Person Signing

Signature

Date

Total amount of pages: 2  
in cover sheet

Mail Documents to Commissioner of Patents and Trademarks, Box Assignments, Washington DC 20231

RECORDATION FORM COVER SHEET  
CONTINUATION

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

TRADEMARKS ONLY

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

**11. Conveying Party**  Mark if additional names of conveying parties attached

Enter Additional Conveying Party

Execution Date

Month Day Year

Name

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship State of Incorporation/Organization

**12. Receiving Party**  Mark if additional names of receiving parties attached

enter Additional Receiving Party

Name

DBA/AKA/TA

Composed

Address (line 1)

Address (line 2)

Address (line 3)

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 the Assignment.)

Citizenship/State of Incorporation/Organization

**13. 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)**

1,307,793	1,861,360	<input type="text"/>
1,307,946	1,923,551	<input type="text"/>
1,313,163	1,973,847	<input type="text"/>
1,317,978	<input type="text"/>	<input type="text"/>
1,565,653	<input type="text"/>	<input type="text"/>
1,694,229	<input type="text"/>	<input type="text"/>
1,780,174	<input type="text"/>	<input type="text"/>

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Office of the Secretary of State

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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 OWNERSHIP, WHICH MERGES:

"GRUMMAN CORPORATION", A NEW YORK CORPORATION,  
WITH AND INTO "NORTHROP GRUMMAN CORPORATION" UNDER THE NAME OF "NORTHROP GRUMMAN CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 1996, AT 1:04 O'CLOCK P.M.

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



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

2056806 8100M

AUTHENTICATION: 8261381

960382329

DATE:

12-26-96

TRADEMARK

REEL: 001923 FRAME: 0525

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**GRUMMAN CORPORATION**

**INTO**

**NORTHROP GRUMMAN CORPORATION**

\*\*\*\*\*

Northrop Grumman Corporation, a corporation organized and existing under the laws of the State of Delaware,

**DOES HEREBY CERTIFY:**

**FIRST:** That this corporation was incorporated on the 12th day of March, 1985, pursuant to the General Corporation Law of the State of Delaware.

**SECOND:** That this corporation owns all of the outstanding shares of the stock of Grumman Corporation, a corporation incorporated on the 6th day of December, 1929, pursuant to the Business Corporation Law of the State of New York.

**THIRD:** That this corporation, by the following resolutions of its Board of Directors, duly adopted on September 18, 1996 determined to and did merge into itself said Grumman Corporation:

**RESOLVED,** that Northrop Grumman Corporation approves the merger into itself of said Grumman Corporation and agrees to assume all its obligations; and

**RESOLVED FURTHER,** that the officers of this corporation be and they are hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Grumman Corporation and assume its liabilities and obligations, and

the date of adoption thereof, to cause the same to be filed with the Secretary of State, to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anyway necessary or proper to effect said merger.

RESOLVED FURTHER, that the officers of this Corporation shall further advise this Board of Directors if they deem it appropriate to abandon the merger prior to filing the Certificate of Ownership and Merger; and

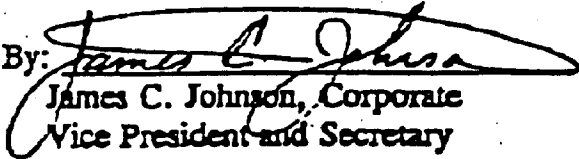
RESOLVED FURTHER, that the merger shall be effective on December 31, 1996.

FOURTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of Northrop Grumman Corporation at any time prior to the date of filing the merger with the Secretary of State.

IN WITNESS WHEREOF, said Northrop Grumman Corporation has caused this Certificate to be signed by James C. Johnson, its Corporate Vice President and Secretary, this 21st day of October, 1996.

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Northrop Grumman Corporation

By:   
James C. Johnson, Corporate  
Vice President and Secretary

State of New York }  
Department of State } ss:

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

JAN 17 1997



A handwritten signature in cursive script, appearing to read "J. Clark", followed by a horizontal line.

*Special Deputy Secretary of State*

DOS-1266 (5/96)

To: Secretary of State

Date: 12/31/96

Name of Corporation	
GRUMMAN CORPORATION	ID# 11-0844750 OAI

Pursuant to provisions of section 907 of the Business Corporation Law, the Commissioner of Taxation and Finance hereby consents to the Merger of the above named corporation, into NORTHROP GRUMMAN CORPORATION (DE) - If filed on or before 3/31/97. Certificate and fee are attached.

Filed by: CT

Director, Processing Division

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By *France Balliger*

White-Department of State

Yellow-Department of State

Pink-Taxpayer

961231000 822

CT-07

CERTIFICATE

OF

MERGER

OF

GRUMMAN CORPORATION

INTO

NORTHROP GRUMMAN CORPORATION

UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

RECEIVED  
DEPARTMENT OF  
TAXATION AND FINANCE  
DEC 26 1996  
CORPORATION TAX  
DISSOLUTION

\*\*\*\*\*

We, the undersigned, Nelson F. Gibbs and James C. Johnson, being respectively Vice President and secretary of Northrop Grumman Corporation, and John C. Harrison and James C. Johnson, being respectively Chairman and Vice President and secretary of Grumman Corporation hereby certify:

1. Northrop Grumman Corporation, a corporation of the State of Delaware owns all of the outstanding shares of Grumman Corporation, a corporation of the State of New York.
2. As to each subsidiary corporation, the designation and number of outstanding shares and the number of such shares owned by the surviving corporation are as follows:

<u>Name of Subsidiary</u>	<u>Designation and Number of Outstanding Shares</u>	<u>Number of Shares Owned by Survivor</u>
Grumman Corporation	100 shares common stock	100

3. (a) The surviving corporation owns all of the outstanding shares of the corporation to be merged.

2



4. (a) The certificate of incorporation of Grumman Corporation was filed in the Department of State on the 6th day of December, 1929, *UNDER THE NAME GRUMMAN AIRCRAFT ENGINEERING CORPORATION.*

5. The surviving corporation is Northrop Grumman Corporation, a corporation of the state of Delaware, incorporated on the 12th day of March, 1985, and which filed its application for authority to do business in the State of New York on the 17th day of May, 1985. The merger is permitted by the laws of the state of its incorporation and is in compliance therewith.

6. Northrop Grumman Corporation agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of any constituent corporation, previously amenable to suit in the State of New York, and for the enforcement under the Business Corporation Law, of the right of shareholders of any constituent domestic corporation to receive payment for their shares against the surviving corporation; and it designates the Secretary of State of New York as its agent upon whom process may be served in the manner set forth in paragraph (b) of section 306 of the Business Corporation Law, in any action or special proceeding. The post office address to which the Secretary of State shall mail a copy of any process against it served upon him is c/o CT Corporation, 1633 Broadway, New York, N.Y. 10019. Such post office address shall supersede any prior address designated as the address to which process shall be mailed.


7. Northrop Grumman Corporation agrees that, subject to the provisions of Section 623 of the Business Corporation Law, it will promptly pay to the shareholders of each constituent domestic corporation the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law, relating to the right of shareholders to receive payment for their shares.

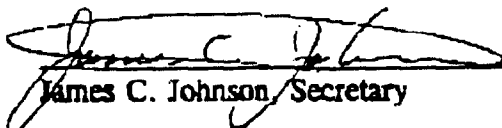
8. The merger shall be effective on December 31, 1996 for accounting purposes only.

9. The merger was approved in accordance with the laws of the state of incorporation of the surviving corporation.


IN WITNESS WHEREOF, this certificate has been signed on the 30th day of September, 1996, and the statements contained therein are affirmed as true under penalties of perjury.

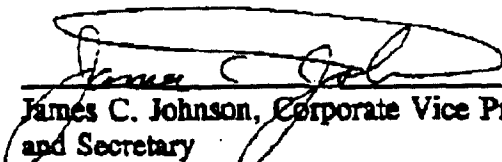
Grumman Corporation

  
\_\_\_\_\_  
John E. Harrison, Chairman and Vice President

  
\_\_\_\_\_  
James C. Johnson, Secretary

Northrop Grumman Corporation

  
\_\_\_\_\_  
Nelson F. Gibbs, Corporate Vice President  
and Controller

  
\_\_\_\_\_  
James C. Johnson, Corporate Vice President  
and Secretary

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# CT-07

CERTIFICATE OF MERGER

OF

GRUMMAN CORPORATION

INTO

NORTHROP GRUMMAN CORPORATION

UNDER SECTION 907 OF THE  
BUSINESS CORPORATION LAW

FILED

DEC 31 4 44 PM '96

*BC*

*100*

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED DEC 31 1996

TAXS \_\_\_\_\_

BY: *djn*

*New York*

NORTHROP GRUMMAN  
1840 CENTURY PARK EAST  
LOS ANGELES, CA 90067

## BILLED

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961231000

*876*

TRADEMARK

RECORDED: 06/30/1999

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