

U.S. DEPARTMENT OF
RECORDATION FORM
TRADEMARKS

07-06-1999

and Trademark Office



6-30-99

To the Honorable Commissioner of Patents and Trademarks: Please refer to

101083335

of 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: Grumman Corporation
 DBA/AKA/TA: _____
 Address: 1111 Stewart Avenue
 City: Bethpage State: NY Zip: 11714

- Individual Corporation
- Association Limited Partnership
- General Partnership Other

Citizenship/State of Incorporation:

New York

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

3. Name of Conveying Party:

Name: Grumman Data Systems Corporation

Formerly: _____

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

MONTH DAY YEAR

09/19/96

Execution Date

Citizenship/State of Incorporation:

New York

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)

Citizenship/State of Incorporation/Organization:
Delaware

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)

1,861,360; 1,973,847

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: 2

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 MTHA11 00000009 134500 1861360

FOR OFFICE USE ONLY

01 Fee: 481 40.00 CH
02 Fee: 482 25.00 SGN

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

6/30/99

Total amount of pages: 1
in cover sheet

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

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 OWNERSHIP, WHICH MERGES:

"GRUMMAN DATA SYSTEMS CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "GRUMMAN CORPORATION" UNDER THE NAME OF "GRUMMAN CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 1996, AT 1:03 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

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960382326

AUTHENTICATION:

8261362

DATE:

12-26-96
TRADEMARK

REEL: 001923 FRAME: 0535

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

GRUMMAN DATA SYSTEMS CORPORATION

INTO

GRUMMAN CORPORATION

Grumman Corporation, a corporation organized and existing under the laws of the State of New York,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 6th day of December, 1929, pursuant to the General Corporation Law of the State of New York.

SECOND: That this corporation owns all of the outstanding shares of the stock of Grumman Data Systems Corporation, a corporation incorporated on the 6th day of May, 1969, pursuant to the Business Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted on September 18, 1996 by the unanimous written consent of its members, filed with the minutes of the Board, determined to and did merge into itself said Grumman Data Systems Corporation:

RESOLVED, that Grumman Corporation merge, and it hereby does merge into itself said Grumman Data Systems Corporation and assumes all its obligations; and

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

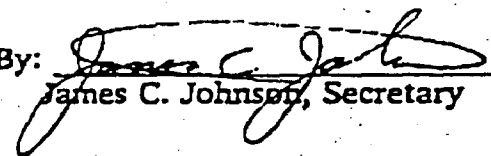
FURTHER RESOLVED, that the proper officer of this corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Grumman Data Systems Corporation and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said merger.

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

IN WITNESS WHEREOF, said Grumman Corporation has caused this Certificate to be signed by James C. Johnson, its Secretary, this 19th day of September, 1996.



Grumman Corporation

By: 

James C. Johnson, Secretary

That this corporation survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Grumman Data Systems Corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of Title 8 of the Delaware Code, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 1840 Century Park East, Los Angeles, CA 90067-2199 until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to Grumman Corporation at the above address.