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OMB 0651-0027



04-28-2000

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #22

05-09-2000



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- Effective Date
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Execution Date
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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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1996938"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

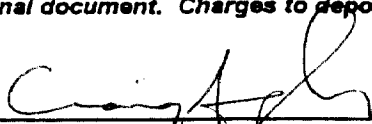
Yes

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.

R. Craig Armstrong
Name of Person Signing

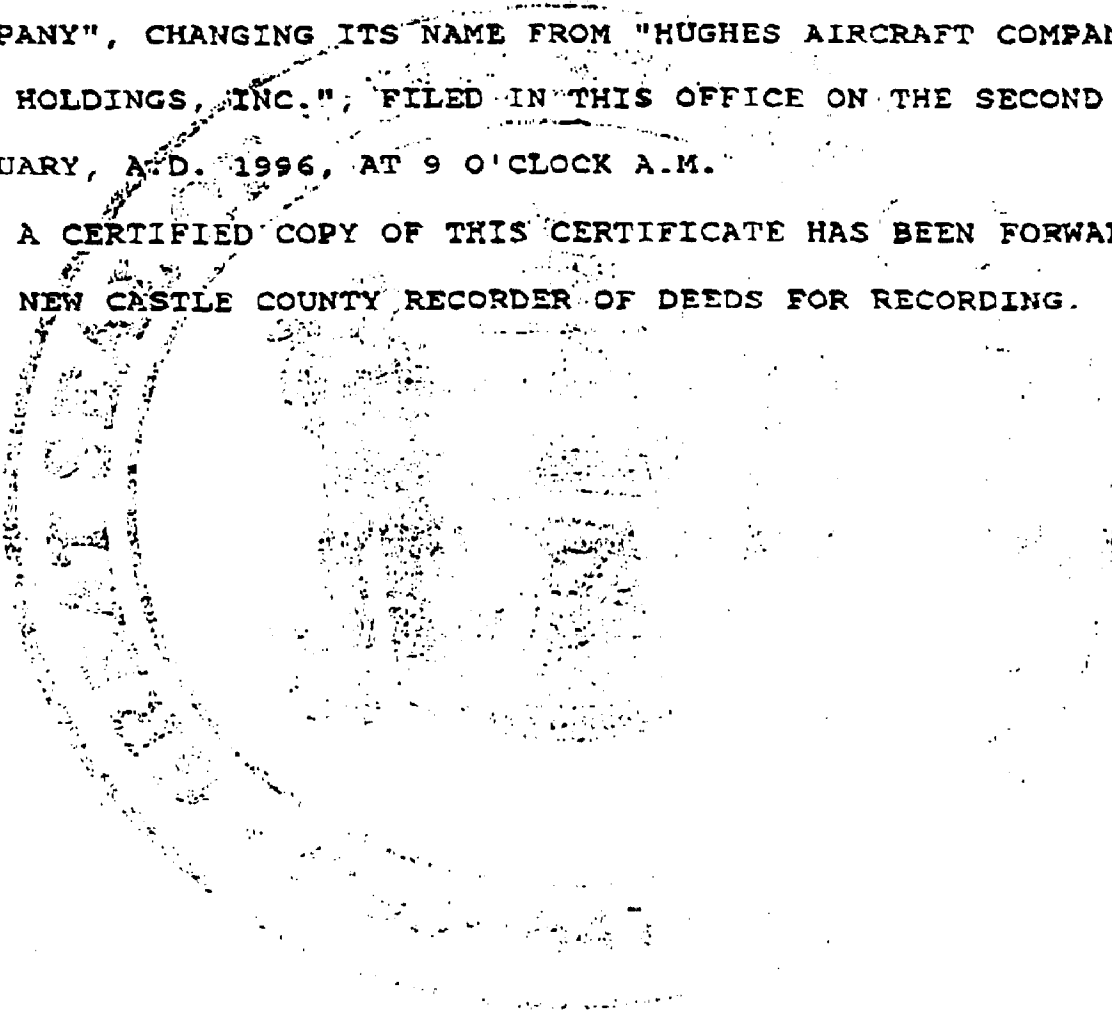

Signature

April 25, 2000
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 AMENDMENT OF "HUGHES AIRCRAFT COMPANY", CHANGING ITS NAME FROM "HUGHES AIRCRAFT COMPANY" TO "HE HOLDINGS, INC."; FILED IN THIS OFFICE ON THE SECOND DAY OF JANUARY, A.D. 1996, AT 9 O'CLOCK A.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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AUTHENTICATION:

7774686

DATE:

01-02-96

TRADEMARK

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**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
HUGHES AIRCRAFT COMPANY**

Hughes Aircraft Company, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the sole stockholder of the Corporation did consent to and adopt the following resolution setting forth a proposed amendment to the Certificate of Incorporation of the Corporation:


RESOLVED, That Article 1 of the Certificate of Incorporation of this corporation is hereby amended to read as follows:

"1. The name of the corporation is HE Holdings, Inc."

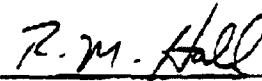
SECOND: That this amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by its Chairman of the Board and attested by its Secretary this 8 day of December, 1995.

HUGHES AIRCRAFT COMPANY

By: 
M. T. Smith
Chairman of the Board

Attest:

By: 
R. M. Hall
Secretary