

03-11-2002

FORM PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office



102009218

Tab settings ⇨ ⇨ ⇨

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

1. Name of conveying party(ies):
Datron/Transco Inc.

Individual(s)
 General Partnership
 Corporation - California
 Other

Association
 Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No



MRP
3/1/02

2. Name and Address of receiving party(ies):
Name: Datron Advanced Technologies Inc.

Internal Address: _____

Street Address: 200 W. Los Angeles Ave.
City: Simi Valley State: CA Zip: 93065

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

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)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment
 Security Agreement
 Other

Merger
 Change of Name

Execution Date: April 13, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

B. Trademark registration No.(s)
2,402,688

Additional numbers attached? Yes No

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

Name: Audrey Reed

Internal Address: Hogan & Hartson LLP

Street Address: 8300 Greensboro Drive
Suite 1100

City: McLean State: VA Zip: 22102

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
08-2550
(Attach duplicate copy of this page 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.

Audrey Reed Audrey H. Reed 3/01/02
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 6

03/08/2002 BTOM11 00000228 082550 2402688
01 FC:481 40.00 CH

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002457 FRAME: 0343

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
DATRON/TRANSCO INC.

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

APR 17 2001

BILL JONES, Secretary of State

JOHN DI GIOIA and WILLIAM L. STEPHAN hereby certify that:

I. They are the President and Secretary, respectively, of
DATRON/TRANSCO INC., a California corporation (the "Corporation").

II. The articles of incorporation of this Corporation are amended and restated
to read as follows:

First: The name of this corporation is Datron Advanced Technologies Inc.

Second: The purpose of this Corporation is to engage in any lawful act or
activity for which a corporation may be organized under the General Corporation
Law of California other than the banking business, the trust company business or
the practice of a profession permitted to be incorporated by the California
Corporations Code.

Third: This Corporation is authorized to issue one class of shares, all of
which shall be known as Common Stock. The total number of shares which this
corporation is authorized to issue is 100 shares.

Fourth: The liability of the directors of this corporation for monetary
damages shall be eliminated to the fullest extent permissible under California law.
This corporation is also authorized, to the fullest extent permissible under
California law, to indemnify its agents (as defined in Section 317 of the California
Corporations Code), whether by by-law, agreement or otherwise, for breach of
duty to this corporation and its shareholders in excess of that expressly permitted
by Section 317 and to advance defense expenses to its agents in connection with
such matters as they are incurred, subject to the limits on such excess
indemnification set forth in Section 204 of the California Corporations Code. If,
after the effective date of this Article, California law is amended in a manner
which permits a corporation to limit the monetary or other liability of its directors
or to authorize indemnification of, or advancement of such defense expenses to, its
directors or other persons, in any such case to a greater extent than is permitted on
such effective date, the references in this Article to "California law" shall to that
extent be deemed to refer to California law as so amended.

III. The foregoing amendment and restatement of the articles of incorporation
has been duly approved by the Board.

IV. The foregoing amendment and restatement of the articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the corporation is 100. The number of shares voting in favor of the amendment equaled or exceeded the vote required, which was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true to our knowledge.

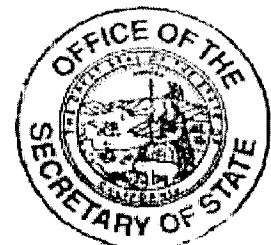
Executed at Vista, California on April 13, 2001



John Di Gioia
President



William L. Stephan
Secretary



RESOLUTIONS OF THE BOARD OF DIRECTORS OF

DATRON ADVANCED TECHNOLOGIES INC.

ADOPTED BY WRITTEN CONSENT

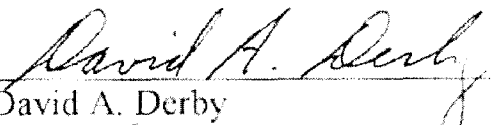
The undersigned, constituting all of the directors now in office of Datron Advanced Technologies Inc., a California corporation (the "Corporation"), hereby adopt the following resolutions:

Amendment and Restatement of Bylaws

RESOLVED, that the Corporation's Bylaws be amended and restated in their entirety to take the form attached hereto as Exhibit A.

FURTHER RESOLVED that the Bylaws as amended and restated are hereby approved and adopted, and the Secretary of the Corporation is instructed to place a copy of the amended and restated Bylaws, as adopted, in the Corporation's minute book.

These resolutions may be executed in one or more counterparts and, when executed, shall be effective for all purposes as of APRIL 13, 2001.



David A. Derby



John J. DeGioia



William A. Stephan

**DATRON/TRANSCO INC.
SHAREHOLDER ACTION TAKEN
BY WRITTEN CONSENT**

The undersigned sole shareholder of all of the outstanding shares of DATRON/TRANSCO INC., a California corporation (the "Corporation"), does hereby adopt the following resolutions by written consent without a meeting pursuant to Sections 194, 603 and 902 of the California Corporations Code.

Amendment and Restatement of Articles of Incorporation.

WHEREAS, the Board of Directors of the Corporation has presented to the shareholder for its approval a form of proposed Amended and Restated Articles of Incorporation.

NOW, THEREFORE, BE IT RESOLVED, that the shareholder hereby approves the Amended and Restated Articles of Incorporation of the Corporation in the form attached hereto as Exhibit A.

FURTHER RESOLVED, that the President and Secretary of the Corporation file Amended and Restated Articles of Incorporation in the form attached hereto as Exhibit A with the California Secretary of State.

IN WITNESS WHEREOF, the undersigned does hereby consent to the foregoing action as of this 13th day of April, 2001.

Shares: 100

DATRON SYSTEMS INCORPORATED,
a Delaware corporation

By: David A. Derby
Name: DAVID A. DERBY
Title: Chairman, President and CEO

MINUTES OF ACTION
OF BOARD OF DIRECTORS OF
DATRON/TRANSCO INC.
TAKEN WITHOUT A MEETING
BY WRITTEN CONSENT

The undersigned, being all of the directors of the Board of Directors of DATRON/TRANSCO INC., a California corporation (the "Corporation"), do hereby adopt the following resolutions by unanimous written consent without a meeting pursuant to Section 307 of the California Corporations Code.

Amendment and Restatement of Articles of Incorporation.

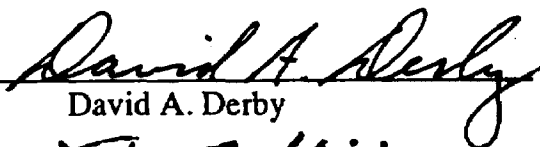
WHEREAS, this Board of Directors deems it to be in the best interests of the Corporation to amend and restate its Articles of Incorporation.

NOW, THEREFORE, BE IT RESOLVED, that the Corporation amend and restate its Articles of Incorporation.

FURTHER RESOLVED, that this Board of Directors shall present for consideration by the Shareholder of the Corporation the proposed form of Amended and Restated Articles of Incorporation attached as Exhibit A hereto.

FURTHER RESOLVED, that, upon approval of the proposed Amended and Restated Articles of Incorporation by the Shareholder, the President and the Secretary of the Corporation be, and hereby are, authorized, empowered and directed to file, or cause to be filed, the Amended and Restated Articles of Incorporation with the California Secretary of State.

IN WITNESS WHEREOF, the undersigned do hereby consent to the foregoing action as of this 13th day of April, 2001.



David A. Derby



John Di Gioia



William L. Stephan