FORM PTO-1594 (Modified)
(Rev. 6-93)
OMB No. 0651-0011 (exp.4/94)
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07-15-2002

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SHEET ONLY

Docket No.: CPA1664

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):
AMPAC Development Company

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MRB 7.9.02

- ☐ Individual(s)
- ☐ Association
- ☐ General Partnership
- ☐ Limited Partnership
- ☒ Corporation-State Nevada
- ☐ Other

Additional names(s) of conveying party(ies) ☐ Yes ☒ No

2. Name and address of receiving party(ies):

Name: AMPAC, Inc.

Internal Address: 3770 Howard Hughes Parkway

Street Address: Suite 360

City: Las Vegas State: NV ZIP: 89109

- ☐ Individual(s) citizenship
- ☐ Association
- ☐ General Partnership
- ☐ Limited Partnership
- ☒ Corporation-State Nevada
- ☐ Other

If assignee is not domiciled in the United States, a domestic designation is ☐ Yes ☒ N
(Designations must be a separate document from
Additional name(s) & address(es) ☐ Yes ☒ N

3. Nature of conveyance:

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

Execution Date: September 9, 1997

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

923,135 PEPCON

Additional numbers ☐ Yes ☒ No

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

Name: Ronald E. Shapiro

Internal Address:

Street Address: Vorys, Sater, Seymour and Pease LLP

1828 L Street, NW, Eleventh Floor

City: Washington, State: DC ZIP: 20036

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:

22-0585

DO NOT USE THIS SPACE

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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.

Ronald E. Shapiro — Ronald E. Shapiro — July 9, 2002

Name of Person Signing — Signature — Date

Total number of pages including cover sheet, attachments, and 14

TRADEMARK

REEL: 002542 FRAME: 0758

CERTIFICATE AND RESOLUTION
APPROVING AND ADOPTING
RESTATED ARTICLES OF INCORPORATION
OF
AMPAC, INC.
Formerly Known as AMPAC Development Company,
a Nevada corporation

I, David N. Keys, do hereby certify as follows:

1. I am the duly elected and qualified Secretary of AMPAC Development Company, a Nevada corporation formed on May 20, 1983 (the "Corporation").

2. This Certificate is made and executed for filing with the Secretary of State of the State of Nevada pursuant to the provisions of Sections 78.390 and 78.403, Nevada Revised Statutes, pertaining to the amendment and restatement of articles of incorporation of Nevada corporations.

3. On September 5, 1997 the Board of Directors of the Corporation adopted and approved the Restated Articles of Incorporation of the Corporation in the form annexed hereto.

4. On September 9, 1997 American Pacific Corporation, the sole shareholder of the Corporation, adopted and approved the Restated Articles of Incorporation of the Corporation in the form annexed hereto by unanimous vote of the Board of Directors of American Pacific Corporation at a regular meeting called for such purpose.

5. Pursuant to Section 78.403, Nevada Revised Statutes, the resolutions adopted by the Board of Directors and the sole shareholder of the Corporation as set forth in paragraphs 3 and 4 of this Certificate made the following changes to the Articles of Incorporation of the Corporation [references to Articles are the same in original Articles and in Restated Articles unless otherwise stated]:

   5.1. Article I: Changes the name of the Corporation to AMPAC, INC.

   5.2. Article II: Changes the address of the Corporation's registered office to 3770 Howard Hughes Parkway, Suite 360, Las Vegas, Nevada, 89109-0935, and the name of the registered agent of the Corporation to James B. Gibson, Esq.

   5.3. Article III: Changes the Corporation's purposes to engaging in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Nevada.

5.4. Article IV: Changes the authorized capital stock of the Corporation to 20,000,000 shares of Common Stock having a par value of $0.10 per share, and 3,000,000 shares of Preferred Stock having a par value of $1.00 per share, and authorizes the Board of Directors to fix the designations, powers, preferences, and other rights, if any, of the Preferred Stock, and to issue the same in any number of series.

5.5. Article V: [New Provision] Provides for the adoption, amendment, alteration, and repeal of Bylaws by the shareholders or directors of the Corporation.

5.6. Article VI: [Replaces Article V] Changes the number of directors to a minimum of 3 and a maximum of 12, with the actual number to be determined by the Board of Directors; provides for three equal classes of directors, with directors of each class to be elected for a 3-year term; requires the affirmative vote of 80% of the shares present and voting at a shareholders' meeting to elect directors; and provides for continuation of service of incumbent directors if directors do not receive the required 80% vote at a shareholders' meeting.

5.7. Article VII: [New Provision] Provides for special meetings of the stockholders of the Corporation.

5.8. Article VIII: [New Provision] Provides for removal of directors only for cause and by the affirmative vote of at least 80% of the shares present and voting.

5.9. Article IX: [New Provision] Provides for indemnification of officers, directors, employees and agents of the Corporation in respect of certain claims, all to the fullest extent permitted by applicable law.

5.10. Article X: [Replaces Article X] Requires the affirmative vote of 80% of the share present and voting at a shareholders' meeting to approve certain amendments to the Articles of Incorporation.

5.11. Article XI: [New Provision] Limits the personal liability of directors to the fullest extent permitted by the General Corporation Law of the State of Nevada.

5.12. Article XII: [Replaces Article VIII] No change - The Corporation shall have perpetual existence.

5.13. Other Changes: Former Articles VI, VII, and IX are eliminated.

Dated: September 10, 1997

David N. Keys

STATE OF NEVADA)
) ss.
COUNTY OF CLARK)

On the 10th day of September, 1997, personally appeared before me, a notary public, David N. Keys, personally known (or proved) to me to be the person whose name is subscribed to the above instrument, who acknowledged that he executed the instrument.

Notary Public

OFFICIAL SEAL
SUSAN K. FORTI
Notary Public - State of Nevada
CLARK COUNTY
My Comm. Expires Oct. 20, 1997

SUMMARY OF ACTIONS
BOARDS OF DIRECTORS
AMERICAN PACIFIC CORPORATION AND SUBSIDIARIES
SEPTEMBER 5 AND 9, 1997

SEPTEMBER 5, 1997: ACTIONS BY SUBSIDIARY BOARDS

1. AMPAC Development Company (direct subsidiary of American Pacific Corporation) ("ADC"): Action by Unanimous Consent
   a) electing John R. Gibson President and David N. Keys Secretary and Treasurer,
   b) recommending approval of Amended and Restated Articles of Incorporation (to conform to American Pacific Corporation Certificate of Incorporation and changing name to AMPAC, INC.),
   c) approving and adopting Bylaws (to conform to American Pacific Corporation Bylaws),
   d) approving and adopting Plans and Agreements of Merger with AMPAC Chemicals, Inc., AMPAC Development Company of Utah, AMPAC Technologies, Inc., Halotron, Inc., Pacific Engineering & Production Co. of Nevada, PEPCON Systems, Inc., and Western Electrochemical Company, and recommending adoption and approval of the same to the shareholder of the Corporation, and
   e) conducting Special Meeting of the Shareholder of American Azide Corporation, and electing of Fred D Gibson, Jr., John R. Gibson, and David N. Keys as directors of American Azide Corporation.

2. American Azide Corporation (indirect subsidiary of American Pacific Corporation; subsidiary of ADC): Action by Unanimous Consent electing John R. Gibson President and David N. Keys Secretary and Treasurer.

3. Pacific Engineering & Production Co. of Nevada (direct subsidiary of American Pacific Corporation): Action by Unanimous Consent Action
   a) electing John R. Gibson President and David N. Keys Secretary and Treasurer,
   b) approving and adopting, and recommending that the shareholder of the Corporation approve and adopt, the Plan of Merger and Merger Agreement with ADC, and
   c) conducting Special Meeting of the Shareholder of Western Electrochemical Company
      i) electing Fred D. Gibson, Jr., John R. Gibson, and David N. Keys as directors of Western Electrochemical Company, and
      ii) approving and adopting the Plan of Merger and Merger Agreement between ADC and Western Electrochemical Company.

4. Western Electrochemical Company (indirect subsidiary of American Pacific Corporation; subsidiary of Pacific Engineering & Production Co. of Nevada): Action by Unanimous Consent electing John R. Gibson President and David N. Keys Secretary and Treasurer, and approving and adopting, and recommending that the shareholder of the Corporation approve and adopt, the Plan of Merger and Merger Agreement between the Corporation and ADC.

5. AMPAC Chemicals Corporation, AMPAC Development Company of Utah, AMPAC Farms, Inc., AMPAC Technologies, Inc., Halotron, Inc., and PEPCON Systems, Inc. (all direct subsidiaries of American Pacific Corporation): Action by Unanimous Consent electing John R. Gibson President and David N. Keys Secretary and Treasurer, and (except in the case of AMPAC Farms, Inc.) approving and adopting, and recommending that the shareholder of the corporation in each case approve and adopt, the Plan of Merger and Merger Agreement with ADC.

6. PEPCON Production, Inc., and Sun Country Homes, Inc. (both direct subsidiaries of American Pacific Corporation): Action by Unanimous Consent approving in each case the dissolution of the corporation and recommending the approval of such dissolution to the shareholder of the corporation.

SEPTEMBER 9, 1997: ACTIONS BY AMERICAN PACIFIC CORPORATION BOARD

1. Resolution ratifying actions taken by subsidiary boards by unanimous consent on September 5, 1997:

RESOLVED, that the Board of Directors hereby ratifies all actions taken by the boards of directors of the direct and indirect subsidiaries of the Corporation by unanimous consent on September 5, 1997 as set forth in the written Actions by Unanimous Consent presented to and reviewed by the Board of Directors.

2. Resolution electing Fred D. Gibson, Jr., John R. Gibson, and David N. Keys as the directors of all direct subsidiaries of American Pacific Corporation:

RESOLVED, that Fred D. Gibson, John R. Gibson, and David N. Keys are hereby elected as directors of each of the following subsidiaries of the Corporation, to serve in each case for a term of one year and until their successors shall be elected and shall qualify:

AMPAC Chemicals, Inc.
AMPAC Development Company
AMPAC Development Company of Utah
AMPAC Farms, Inc.
AMPAC Technologies, Inc.
Halotron, Inc.
Pacific Engineering & Production Co. of Nevada
PEPCON Systems, Inc.

Note: PEPCON Production, Inc., and Sun Country Homes, Inc., which are to be dissolved, are not included, as directors will not be required following dissolution.

3. Resolution approving assignment of stock of AMPAC Farms, Inc., from American Pacific Corporation to AMPAC Development Company:

Resolved, that the Board of Directors hereby approves the **assignment by the Corporation to AMPAC Development Company of all of the capital stock of AMPAC Farms, Inc., a wholly-owned subsidiary of the Corporation, and authorizes the officers of the Corporation to take, and cause to be taken, all actions necessary and appropriate to effectuate such assignment.**

4. Resolution approving and adopting documents entitled "Plan of Merger and Merger Agreement" with respect to the following mergers:

a) AMPAC Chemicals, Inc., into and with AMPAC Development Company;
b) AMPAC Development Company of Utah into and with AMPAC Development Company;
c) AMPAC Technologies, Inc., into and with AMPAC Development Company;
d) Halotron, Inc., into and with AMPAC Development Company;
e) PEPCON Systems, Inc., into and with AMPAC Development Company;
f) Pacific Engineering & Production Co. of Nevada into and with AMPAC Development Company;
g) Western Electrochemical Company into and with AMPAC Development Company:

RESOLVED, that American Pacific Corporation, as sole shareholder of both AMPAC Development Company), a Nevada corporation, and [here will be inserted the name and state of incorporation of the disappearing corporation in each case], hereby approves and adopts the Plan of Merger and Merger Agreement by and between AMPAC Development Company, as the Surviving Corporation, and [here will be inserted the name of the disappearing corporation], as the Disappearing Corporation, dated as of September 8, 1997, presented to and reviewed by the Board of Directors.

FURTHER RESOLVED, that the officers of American Pacific Corporation are hereby authorized and directed to take, and cause to be taken, all actions required to effectuate in all respects the Plan of Merger and Merger Agreement hereby approved and adopted.

5. Resolution authorizing and approving the dissolution of PEPCON Production, Inc.:

RESOLVED, that American Pacific Corporation, the sole shareholder of PEPCON Production, Inc., a Nevada corporation, hereby authorizes and approves the dissolution of said corporation, and hereby approves and adopts the Articles of Dissolution of PEPCON Production, Inc., presented to and reviewed by the Board of Directors.

6. Resolution authorizing and approving the dissolution of Sun Country Homes, Inc.

RESOLVED, that American Pacific Corporation, the sole shareholder of Sun Country Homes, Inc., a California corporation, hereby authorizes and approves the dissolution of said corporation, and hereby approves and adopts the Certificate of Election to Wind Up and Dissolve of Sun Country Homes, Inc., and the Certificate of Dissolution of Sun Country Homes, Inc., each dated September 10, 1997, presented to and reviewed by the Board of Directors.

7. Resolution approved and adopting the Amended and Restated Articles of Incorporation of AMPAC Development Company to conform to the Certificate of Incorporation of American Pacific Corporation in all respects except that the name is AMPAC, INC.:

RESOLVED, that American Pacific Corporation, as the sole shareholder of AMPAC Development Company, a Nevada corporation, hereby approves and adopts the Amended and Restated Articles of Incorporation of AMPAC Development Company (following such Restatement, AMPAC, INC.) in the form and containing the provisions of the proposed Restated Articles of Incorporation presented to and reviewed by the Board of Directors, and hereby approves, in the form presented to and reviewed by the Board of Directors, the "Certificate and Resolution Approving and Adopting Amended and Restated Articles of Incorporation of AMPAC, INC., Formerly Known as AMPAC Development Company, a Nevada corporation," prepared for the signature of David N. Keys, Secretary, for filing with the Secretary of State of Nevada pursuant to the requirements of NRS 78.390 and NRS 78.403.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

AMPAC, INC.

The following Amended and Restated Articles of Incorporation of Ampac, Inc. were adopted and approved by the stockholder of the corporation at a meeting held on the 9th day of September, 1997.

ARTICLE I

The name of the corporation is AMPAC, INC.

ARTICLE II

The address of this corporation's initial registered office in the State of Nevada and the name of its initial registered agent at such address is James B. Gibson, Esq., 3770 Howard Hughes Parkway, Suite 360, Las Vegas, Nevada 89109-0935.

ARTICLE III

The purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Nevada.

ARTICLE IV

The corporation shall be authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares of all classes of stock that the Corporation shall have the authority to issue shall be twenty-three million (23,000,000); the total number of shares of Common Stock shall be twenty million (20,000,000) and the par value of each share of Common Stock shall be $.10; and the total number of shares of Preferred Stock shall be three million (3,000,000) and the par value of each share of Preferred Stock shall be one dollar ($1.00).

The Preferred Stock may be issued from time to time in one or more series. The Board of Directors is vested with authority to fix by resolution or resolutions the designations and the powers, preferences and relative, participating, optional or other rights, if any, and the qualifications, limitations or restrictions thereof, including, without limitation, the voting powers, if any, the dividend rate, conversion rights, redemption price, or liquidation preference, if any, of any series of Preferred Stock, and to fix the number of shares constituting any such series, and to increase or decrease the number of shares of any such series (but not below the number of shares thereof then outstanding).

ARTICLE V

By-Laws of the Corporation may be amended, altered or repealed, and new By-Laws may be adopted, so long as not inconsistent with the provisions of this Certificate of Incorporation, (i) by the affirmative vote of the holders of a majority of the stock entitled to vote at any annual or special stockholders' meeting, provided notice of such proposed adoption, alteration or repeal is included in the notice of any such special meeting or (ii) by an affirmative vote of a majority of the directors present at any annual, regular or special meeting of the Board of Directors at which a quorum is present, but such right of the directors shall not divest or limit the right of the stockholders to adopt, alter or repeal By-Laws as specified above.

ARTICLE VI

The business and affairs of the Corporation shall be managed by or under the direction of its Board of Directors. The initial number of directors of the Corporation shall be five, and the time for which such directors shall severally hold office shall be as provided herein and in the By-Laws. The number of directors which shall thereafter constitute the whole Board of Directors shall be determined from time to time by resolution adopted by affirmative vote of a majority of the whole Board of Directors but shall not be less than three nor more than twelve. The Board of Directors shall be classified with respect to the time for which the directors shall severally hold office by dividing them into three classes, such classes to be as nearly equal in number as possible. If the number of directors set by such resolution is a number which is not evenly divisible by three, the Board of Directors shall by resolution determine the number of directors in each class which shall be, as nearly as possible, the same number for each class, provided that no decrease in the number of directors shall shorten the term of any incumbent director. At each annual meeting of stockholders beginning with the annual meeting to be held in 1998, directors shall be chosen for a term of three (3) years to succeed those whose terms then expire and shall hold office until the third following annual meeting of stockholders and until the election of their respective successors. Election of directors at an annual meeting of stockholders shall, subject to the provisions and powers of any Preferred Stock hereinafter issued, be by the affirmative vote of the holders of not less than 80% of the shares of Common Stock present in person or by proxy (i.e., 80% of the total votes cast in the election of directors). In the event no class of nominees which is running for election at an annual meeting receives the requisite amount of votes to be elected at such meeting, the incumbent directors of such class shall remain in office until the next annual meeting. At that time, two (2) classes of nominees will stand for election, and so on, providing that the holdover nominees shall run only for the remainder of their term. Any vacancy on the Board of Directors, whether arising through death, resignation or removal of a director and any newly created directorships in any class, shall be filled by a majority vote of all the remaining directors although less than a quorum. The term of office of any director elected to fill such a vacancy shall expire at the expiration of the term of office of directors of the class in which the vacancy occurred. Elections of directors need not be by ballot unless the By-Laws of the Corporation shall so provide.

ARTICLE VII

Notwithstanding any provision of the By-Laws of the Corporation and notwithstanding the fact that some lessor percentage may be specified by law, special meetings of the stockholders shall not be called except (1) pursuant to a resolution adopted by the Board of Directors or (2) by the Chairman of the Board, the Vice Chairman or the President acting on the written application of the stockholders owning 80% or more of each class of stock of the Corporation entitled to vote on matters to be submitted to stockholders of the Corporation (considering all outstanding series of preferred stock so entitled to vote collectively as one class). Any written application by such stockholders shall state a proper purpose for the meeting and shall be delivered to the Chairman of the Board, the Vice Chairman or the President. Written notice of any such meeting shall be given as provided in the By-Laws of the Corporation.

ARTICLE VIII

Notwithstanding any other provisions of the By-Laws of the Corporation and notwithstanding the fact that some lesser percentage may be specified by law, any director or the entire Board of Directors of the Corporation may be removed at any time, but only for cause and only by the affirmative vote of the holders of 80% or more of each class of stock of the Corporation entitled to vote in elections of directors present and voting (considering all outstanding series of preferred stock so entitled to vote collectively as one class) (i.e. 80% of the total votes cast at a meeting of the stockholders called for that purpose.

ARTICLE IX

To the fullest extent permitted by applicable law, this corporation may indemnify any Director, officer, employee or agent or former Director, officer, employee or agent of the corporation, or any person who may have served at its request as a Director, officer, employee or agent of another corporation in which it owns shares of capital stock or of which it is a creditor, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with the defense or settlement of any action, suit or proceeding, civil or criminal, to which he is made a party by reason of being or having been such Director, officer, employee or agent, if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of this corporation; and to make any other indemnification that shall be authorized by any bylaw or resolution adopted by the Board of Directors.

ARTICLE X

Notwithstanding any other provisions of the By-Laws of the Corporation and notwithstanding the fact that some lesser percentage may be specified by law or agreement, the affirmative vote of the holders of 80% or more of each class of stock of the Corporation which is entitled to vote in elections of directors present and voting (considering all outstanding series of Preferred Stock so entitled to vote, collectively as one class) (i.e. 80% of the total votes cast)

shall be required for any corporate action that would, directly or indirectly, amend, alter, change or adversely affect any provision of Article IV, in so far as it relates to the authorization and issuance of Preferred Stock, Article V, Article VI, Article VII, Article VIII, or this Article X in each case, of these Articles of Incorporation; provided however, that the vote required by this Article Tenth shall not be applicable to any amendment or transaction if such amendment or transaction is approved by resolution adopted prior to the consummation of such amendment or transaction by the affirmative vote of two-thirds or more of the whole Board of Directors of the Corporation (the "whole Board" being the number of directors which the Corporation would have if there were no vacancies, as established by Board resolution), in which event the required vote of the stockholders of the Corporation to effect such amendment or transaction shall be the affirmative vote of a majority of the share of each class of stock entitled to vote in elections of directors (considering all outstanding series of Preferred Stock so entitled to vote, collectively as one class).

ARTICLE XI

The personal liability of a Director to this corporation or its shareholders for monetary damages for breach of fiduciary duty is limited to the fullest extent permitted by the applicable provisions of the General Corporation Law of the State of Nevada, as the same may be amended and supplemented from time to time.

ARTICLE XII

The corporation is to have perpetual existence.

ARTICLE XIII

The present Board of Directors of the corporation consists of the following:

Fred D. Gibson, Jr.
John R. Gibson
David N. Keys

DATED this 10th day of September, 1997.

John R. Gibson, President

David N. Keys, Secretary

STATE OF NEVADA)
) ss.
COUNTY OF CLARK)

On the 10th day of September, 1997, personally appeared before me, a notary public, John R. Gibson and David N. Keys, personally known (or proved) to me to be the persons whose names are subscribed to the above instrument, who acknowledged that they executed the instrument.

Susan K. Forti
NOTARY PUBLIC