

12-11-2002

SHEET

Docket No.:



PLY

93-1446

102307954

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):

CAE Electronics Ltd

11-25-02

- Individual(s)
- General Partnership
- Corporation-State Canada
- Other

- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: April 1, 2001

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

Name: CAE Inc.

Internal Address: _____

Street Address: 8585 Cote De Liesse, St-Laurent

City: Quebec State: Canada ZIP: H4T 1G6

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Canada
- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,033,243

Additional numbers Yes No

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

Name: George A. Pelletier, Jr.

Internal Address: Cantor Colburn, LLP

Street Address: 55 Griffin Road South

City: Bloomfield State: CT ZIP: 06002

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:

06-1130

12/10/2002 BTOM11 00000205 2033243

DO NOT USE THIS SPACE

01 FC:0521

40.00 DP

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.

George A. Pelletier, Jr.

Name of Person Signing

Signature

November 21, 2002

Date

Total number of pages including cover sheet, attachments, and

6

TRADEMARK

REEL: 002630 FRAME: 0674

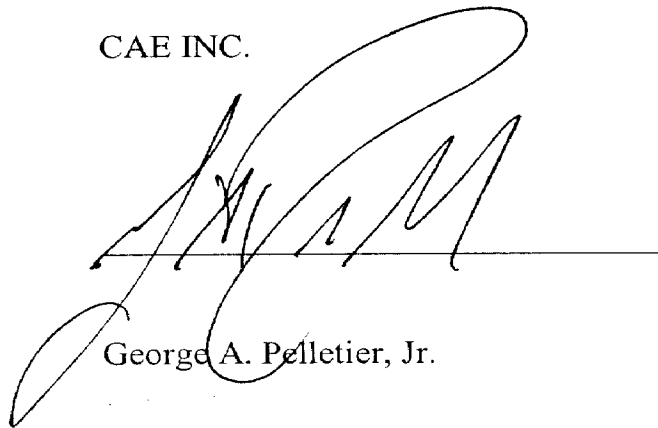
2033 243

DESIGNATION OF DOMESTIC REPRESENTATIVE

George A. Pelletier, Jr., of CANTOR COLBURN LLP, 55 Griffin Road South,
Bloomfield, Connecticut 06002 is hereby designated CAE Inc.'s representative upon whom
notices or process in proceedings affecting the mark may be served.

CAE INC.

By:

A handwritten signature in black ink, appearing to be 'G. Pelletier, Jr.', written over a horizontal line. The signature is stylized and cursive.

Name:

George A. Pelletier, Jr.

Title:

Registrant's Attorney

Date:

Nov 21, 2002

CANADA BUSINESS CORPORATIONS ACT

FORM 9
ARTICLES OF AMALGAMATION
(SECTION 185)

1. Name of amalgamated corporation:

CAE Inc.

2. The place in Canada where the registered office is to be situated:

City of Toronto.

3. The classes and any maximum number of shares that the Corporation is authorized to issue:

An unlimited number of common shares ("Common Shares") and an unlimited number of preferred shares, issuable in series ("Preferred Shares").

3.1 The Preferred Shares shall have attached thereto, as a class, the following rights, privileges, restrictions and conditions:

3.1.1 Directors to Issue in One or More Series:

The Preferred Shares may at any time or from time to time be issued in one or more series, each series to consist of such number of shares as may, before the issue thereof, be determined by resolution of the board of directors of the Corporation and confirmed and declared by certificate and articles of amendment.

3.1.2 Directors to Fix Terms of Each Series:

The directors of the Corporation shall have the right, by resolution, but subject to the provisions of the laws governing the Corporation, as now existing or hereafter amended (such laws being herein referred to as the "Act") and subject to the provisions herein contained and to any conditions in that regard attaching to any outstanding series of Preferred Shares, from time to time before issue, to fix the number of shares in the designation of, and to determine the respective rights, privileges, restrictions and conditions attaching to each series of Preferred Shares, including, but without in any way limiting or restricting the generality of the foregoing:

- (a) provisions, if any, with respect to the rights of the holders of the shares of the series to receive notice of or to attend any meeting of the shareholders of the Corporation or to vote at any such meeting;

- (ii) issue, re-issue, sell or pledge any bonds, debentures, debenture stock or other debt obligations of the Corporation; and
- (iii) mortgage, hypothecate, pledge or otherwise create a security interest in all or any real or personal, movable or immovable property of the Corporation, owned or subsequently acquired, present or future, to secure any debt of the Corporation.

The directors may, by resolution or by-law, provide for the delegation of such powers by the directors to such officers or directors of the Corporation to such extent and in such manner as may be set out in the resolution or by-law, as the case may be.

- (b) Subject to the provisions of the Act, the Corporation may purchase or otherwise acquire any shares issued by it.
- (c) In addition to any other right of the directors under the Act, the directors may, pursuant to section 106(8) of the Act, appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual meeting of shareholders, but the total number of directors so appointed may not exceed one third of the number of directors elected at the previous annual meeting of shareholders.

8. The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:

- 183
- 184(1)
- 184(2)

9. Name of the amalgamating corporations:

CAE Inc.
Corporation No.: 0104001

Date: *MARCH 27, 2001*

[Signature]
Title: Executive V.P. C.F.O. & Secretary

CAE Electronics Ltd./CAE Electronique Ltee
Corporation No.: 364502-9

Date: *MARCH 27, 2001*

[Signature]
Title: Executive V.P. C.F.O. & Secretary

367674-8

MAR 29 2001



Industry Canada

Industrie Canada

Certificate
of Amalgamation

Certificat
de fusion

Canada Business
Corporations Act

Loi canadienne sur
les sociétés par actions

CAE Inc.	387674-8
Name of corporation-Dénomination de la société	Corporation number-Numéro de la société
I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the <i>Canada Business Corporations Act</i> , of the corporations set out in the attached articles of amalgamation.	Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la <i>Loi canadienne sur les sociétés par actions</i> , des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.
	April 1, 2001 / le 1 avril 2001
Director - Directeur	Date of Amalgamation - Date de fusion

Canada

TRADEMARK