

(121862)

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

REC T 01-08-2003

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



To the Honorable Commissioner of Patent

original documents or copy thereof.

102330808

1. Name of conveying party(ies):
 Kilovac Corporation

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

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

12-21-02

2. Name and address of receiving party(ies)
 Name: Tyco Electronics Corporation
 Address: 2901 Fulling Mill Rd.
 City: Middletown State: PA Zip: 17057

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State a Pennsylvania corporation
 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 Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: June 28, 2002

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 76/161,806
 B. Trademark Registration No.(s) 2,274,427
 2,274,426

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: David M. Carter
 Address: 56 Central Avenue, Suite 101
 P.O. Box 2985
 City: Asheville State: NC Zip: 28802

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41).....\$ 165.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

01/07/2003 J1ALLAH2 00000013 76161806
01 FC: 521 40.00 DP
02 FC: 522 125.00 DP

DO NOT USE THIS SPACE

9. Signature.
 David M. Carter December 19, 2002
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 15

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

Recordation Form Cover Sheet
Page 2 - Kilovac Corporation to Tyco Electronics Corporation
4. Application number(s) or registration number(s):

Trademark Application Numbers	Trademark Registration Numbers
	2,274,424
	1,687,712
	824,815

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Articles/Certificate of Merger
(15 Pa.C.S.)

Entity Number
1080766

- Domestic Business Corporation (§ 1926)
- Domestic Nonprofit Corporation (§ 5926)
- Limited Partnership (§ 8547)

Name _____

Address _____

City _____ State _____ Zip Code _____

Document will be returned to the same address you enter to the left.

Fee: \$108 plus \$28 additional for each Party in additional to two

Filed in the Department of State on

JUN 26 2002

ACTING

C. Michael Stewart

Secretary of the Commonwealth

JK

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:
Tyco Electronics Corporation

2. Check and complete one of the following:

The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
2901 Pulling Mill Rd.	Middletown	PA	17057	Dauphin

(b) Name of Commercial Registered Office Provider _____ County _____

c/o

The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
-----------------------	------	-------	-----	--------

(b) Name of Commercial Registered Office Provider _____ County _____

c/o

The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street	City	State	Zip
-------------------	------	-------	-----

DSC

THIS IS A TRUE COPY OF
THE ORIGINAL SIGNED
DOCUMENT FILED WITH
THE DEPARTMENT OF STATE

PA025 - 18/82201 8/18/02

DSCB#15-1926/5926/8547-2

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business/nonprofit corporation/limited partnership and qualified foreign business/nonprofit corporation/limited partnership which is a party to the plan of merger are as follows:

Name	Registered Office Address	Commercial Registered Office Provider	County

4. Check, and if appropriate complete, one of the following:

The plan of merger shall be effective upon filing these Articles/Certificate of Merger in the Department of State.

The plan of merger shall be effective on: June 28, 2002 at 11:59 pm.
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation/limited partnership is as follows:

Name	Manner of Adoption
<u>Tyco Electronics Corporation</u>	<u>Adopted by the directors and shareholders pursuant to 15 PA.C.S. Sec. 1924(a)</u>

6. Strike out this paragraph if no foreign corporation/limited partnership is a party to the merger. The plan was authorized, adopted or approved, as the case may be, by the foreign business/nonprofit corporation/limited partnership (or each of the foreign business/nonprofit corporations/limited partnerships) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated/organized.

7. Check, and if appropriate complete, one of the following:

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901/§ 2547(b) (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative provisions of the Articles of Incorporation/Certificate of Limited Partnership of the surviving corporation/limited partnership as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a party hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation/limited partnership, the address of which is:

Number and street	City	State	Zip	County

Corcom, Inc.

Jacqueline J. Heisse
Jacqueline J. Heisse, President

Kilovac Corporation

Jacqueline J. Heisse
Jacqueline J. Heisse, President

Kilovac International, Inc.

Jacqueline J. Heisse
Jacqueline J. Heisse, President

Products Unlimited Corporation

Jacqueline J. Heisse
Jacqueline J. Heisse, President

IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these Articles/Certificate of Merger to be signed by a duly authorized officer thereof this

26th day of June,
2002

Tyco Electronics Corporation

Name of Corporation/Limited Partnership

Jacqueline J. Heisse

Signature

Jacqueline J. Heisse
Sr. Vice President and CFO

Title

CIL Technologies, Inc.

Name of Corporation/Limited Partnership

Jacqueline J. Heisse

Signature

Jacqueline J. Heisse, President

Title

Docketing Statement (Changes)
DSCB:15-134B

BUREAU USE ONLY:

Revenue Labor & Industry

Other _____

File Code _____ Filed Date _____

Part I. Complete for each filing:

Current name of entity or registrant (survivor or new entity if merger or consolidation):
Tyco Electronics Corporation

Entity number, if known: 1080766 Incorporation/qualification date in PA: 2/15/89

State of Inc: PA Federal EIN: 23-0332575 Specified effective date, if any: 6/28/02

Part II. Check proper box:

Amendment (complete Section A) Merger, Consolidation or Division (complete Section B, C or D)

Consolidation (complete Section C) Division (complete Section D)

Conversion (complete Section A & E) Correction (complete Section A)

Termination (complete Section H) Revival (complete Section G)

Dissolution before Commencement of Business (complete Section F)

___ Section A - Check box(es) which pertain to changes:
___ Name: _____

___ Registered Office: Number & street/RD number & box number City State Zip County

___ Purpose: _____

___ Stock (aggregate number of share authorized): _____ ___ Effective date: _____

___ Term of Existence: _____ ___ Other: _____

___ Section B - Merger Complete Section A if any changes to surviving entity:
Merging Entities are: (attach sheet for additional merging entities)

Name: CLI Technologies Inc. Entity #, if known: _____

Effective date: 6/28/02 Inc./qual. date in PA: N/A State of Inc. NC

Name: Corcom, Inc. Entity #, if known: _____

Effective date: 6/28/02 Inc./qual. date in PA: N/A State of Inc. IL

PLEASE SEE ATTACHED SHEET FOR ADDITIONAL COMPANIES

PA011-100072001 C T Systems Online

Additional Companies:

Name: Products Unlimited Corporation

Effective Date: 6/28/02

Inc./qual. Date in PA N/A

State of Inc.: IA

Name: Kilovac Corporation

Effective Date: 6/28/02

Inc./qual. Date in PA N/A

State of Inc.: CA

Name: Kilovac International, Inc.

Effective Date: 6/28/02

Inc./qual. Date in PA N/A

State of Inc.: CA

EXHIBIT A**AGREEMENT AND PLAN OF MERGER**

This agreement and plan of merger (this "Agreement and Plan of Merger") is dated as of the 28th day of June, 2002, by and among Tyco International (PA), Inc., a Nevada corporation ("Tyco (PA)"), Tyco Electronics Corporation, a Pennsylvania corporation ("TEC"), CII Technologies, Inc., a North Carolina Corporation ("CII"), Kilovac Corporation, a California Corporation ("Kilovac"), Kilovac International, Inc. a California corporation, ("Kilovac I"), Corcom, Inc., an Illinois corporation ("Corcom") and Products Unlimited Corporation, an Iowa corporation ("PUC"). Each of CII, Kilovac, Kilovac I, Corcom and PUC may be referred to herein as a "Merging Entity" and collectively as the "Merging Entities."

WHEREAS, Tyco (PA) owns all of the issued and outstanding shares of the capital stock of TEC and CII; and

WHEREAS, CII owns all of the issued and outstanding shares of the capital stock of Kilovac, Corcom and PUC; and

WHEREAS Kilovac owns all of the issued and outstanding shares of the capital stock of Kilovac I; and

WHEREAS Tyco (PA) is desirous of merging CII with and into TEC; and

WHEREAS CII is desirous of merging Kilovac, Corcom and PUC with and into TEC; and

WHEREAS Kilovac is desirous of merging Kilovac I with and into TEC; and


WHEREAS, the Boards of Directors and shareholders of each party hereto have approved this Agreement and Plan of Merger pursuant to each entity's respective Articles of Incorporation (or comparable document) and By-Laws, and intend that this Agreement and Plan of Merger constitute a plan of reorganization for purposes of Section 368 of the Internal Revenue Code.

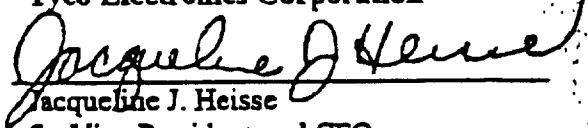
NOW, THEREFORE, IT IS AGREED:

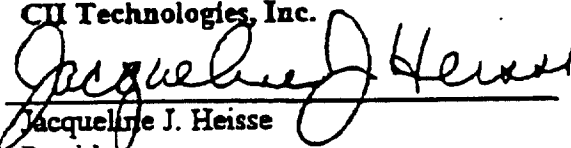
1. That CII, Kilovac, Kilovac I, Corcom, and PUC shall be merged with and into TEC (the "Merger").
2. That TEC shall be the surviving corporation (the "Surviving Corporation") in the Merger.
3. That the Merger shall be effective as of June 28, 2002 (the "Effective Time") upon the filing of Articles of Merger (or comparable document) with the Secretary of State of the respective jurisdiction of incorporation of TEC and each Merging Entity, pursuant to the legal requirements of each such jurisdiction.
4. That the Articles of Incorporation of TEC in effect immediately prior to the Effective Time shall be the Articles of Incorporation of the Surviving Corporation.
5. That the By-Laws of TEC in effect immediately prior to the Effective Time shall be the By-Laws of the Surviving Corporation.

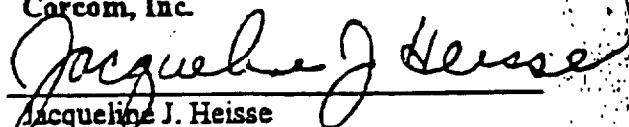
- 6. That the directors of TEC immediately prior to the Effective Time shall be the directors of the Surviving Corporation, and the officers of TEC immediately prior to the Effective Time shall be the officers of the Surviving Corporation.
- 7. That each share of capital stock of each Merging Entity issued and outstanding immediately prior to the Effective Time shall be canceled and cease to exist without any consideration being payable therefor.
- 8. That at the Effective Time, TEC shall possess all the rights, privileges, immunities, powers and purposes of the Merging Entities, and shall by operation of law assume and be liable for all the liabilities, obligations and penalties of the Merging Entities.

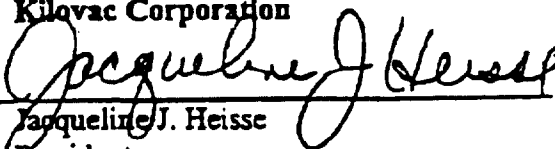
IN WITNESS WHEREOF, this Agreement and Plan of Merger has been executed by the duly authorized representatives of each of the above named corporations, effective as of the day and year first above written.

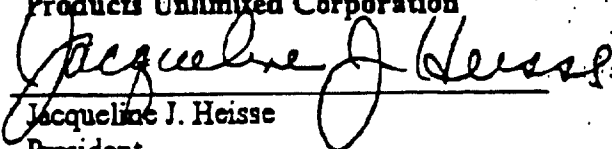
Tyco International (PA), Inc.
 By: 
 Irving Gutin
 President

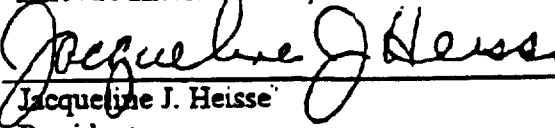
Tyco Electronics Corporation
 By: 
 Jacqueline J. Heisse
 Sr. Vice President and CFO

CH Technologies, Inc.
 By: 
 Jacqueline J. Heisse
 President

Carcom, Inc.
 By: 
 Jacqueline J. Heisse
 President

Kilovac Corporation
 By: 
 Jacqueline J. Heisse
 President

Products Unlimited Corporation
 By: 
 Jacqueline J. Heisse
 President

Kilovac International, Inc.
 By: 
 Jacqueline J. Heisse
 President

Form **BCA-11.25**

**ARTICLES OF MERGER
CONSOLIDATION OR EXCHANGE**

File # **3508-193-3**

(Rev. Jan. 1999)

Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961
http://www.sos.state.il.us

FILED

JUN 28 2002

**JESSE WHITE
SECRETARY OF STATE**

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date **6-28-02**

Filing Fee \$ **350⁰²**

Approved: *[Signature]*

DO NOT SEND CASH!
Remit payment in check or money
order, payable to "Secretary of State."
Filing Fee is \$100, but if merger or
consolidation involves more than 2
corporations, \$50 for each additional
corporation.

1. Names of the corporations proposing to merge consolidate and the state or country of their incorporation:
exchange shares

Name of Corporation	State or Country of Incorporation	Corporation File Number
<u>Tyco Electronics Corporation</u>	<u>Pennsylvania</u>	<u>5553-823-9</u>
<u>Corcom, Inc.</u>	<u>Illinois</u>	<u>35081933</u>
<u>Tyco International (PA), Inc.</u>	<u>Nevada</u>	<u>Not qualified</u>
<u>CII Technologies, Inc.</u>	<u>North Carolina</u>	<u>57328851</u>
<u>see attached</u>		

2. The laws of the state or country under which each corporation is incorporated permits such merger, consolidation or exchange.

3. (a) Name of the surviving new corporation: Tyco Electronics Corporation
acquiring
(b) It shall be governed by the laws of: Pennsylvania

If not sufficient space to cover this point, add one or more sheets of this size.

4. Plan of merger consolidation is as follows:
exchange

Please see attached



0020751695
4970/0062 49 001 Page 1 of 6
2002-07-09 12:14:56
Cook County Recorder 31.00

BOX 170

<u>Name of Corporation</u>	<u>State of Incorporation</u>	<u>Corporation File #</u>
Kilovac Corporation	California	Not qualified
Kilovac International, Inc.	California	Not qualified
Products Unlimited Corporation	Iowa	51319729

BOX 170

5. Plan of merger consolidation was approved, as to each corporation not organized in Illinois, in compliance with the laws of the exchange state under which it is organized, and (b) as to each Illinois corporation, as follows:

(The following items are not applicable to mergers under §11.30 — 90% owned subsidiary provisions. See Article 7.)

(Only "X" one box for each Illinois corporation)

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.

(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.220)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation

Name of Corporation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Corcoa, Inc.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. (Not applicable if surviving, new or acquiring corporation is an Illinois corporation)

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

BOX 170

7. (Complete this item if reporting a merger under § 11.30—90% owned subsidiary provisions.)

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

b. (Not applicable to 100% owned subsidiaries)
The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was: _____ (Month & Day) _____ (Year)

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received? Yes No

(If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in BLACK INK.)

Dated June, 28 2002
(Month & Day) (Year)

attested by Stephen Creager
(Signature of Secretary or Assistant Secretary)

Stephen Creager, Assistant Secretary
(Type or Print Name and Title)

Tyco Electronics Corporation
(Exact Name of Corporation)

by Jacqueline J. Heisse
(Signature of President or Vice President)

Jacqueline J. Heisse, Sr. VP & CFO
(Type or Print Name and Title)

Dated June 28 2002
(Month & Day) (Year)

attested by Stephen Creager
(Signature of Secretary or Assistant Secretary)

Stephen Creager, Assistant Secretary
(Type or Print Name and Title)

Corcom, Inc.
(Exact Name of Corporation)

by Jacqueline J. Heisse
(Signature of President or Vice President)

Jacqueline J. Heisse, Sr. VP & CFO
(Type or Print Name and Title)

Dated _____
(Month & Day) (Year)

attested by _____
(Signature of Secretary or Assistant Secretary)

(Type or Print Name and Title)

(Exact Name of Corporation)

by _____
(Signature of President or Vice President)

(Type or Print Name and Title)

0020751695 Page 5 of 11

AGREEMENT AND PLAN OF MERGER

This agreement and plan of merger (this "Agreement and Plan of Merger") is dated as of the 28th day of June, 2002, by and among Tyco International (PA), Inc., a Nevada corporation ("Tyco (PA)"), Tyco Electronics Corporation, a Pennsylvania corporation ("TEC"), CII Technologies, Inc., a North Carolina Corporation ("CII"), Kilovac Corporation, a California Corporation ("Kilovac"), Kilovac International, Inc. a California corporation, ("Kilovac I"), Corcom, Inc., an Illinois corporation ("Corcom") and Products Unlimited Corporation, an Iowa corporation ("PUC"). Each of CII, Kilovac, Kilovac I, Corcom and PUC may be referred to herein as a "Merging Entity" and collectively as the "Merging Entities." *5131-972-9*

WHEREAS, Tyco (PA) owns all of the issued and outstanding shares of the capital stock of TEC and CII; and

WHEREAS, CII owns all of the issued and outstanding shares of the capital stock of Kilovac, Corcom and PUC; and

WHEREAS Kilovac owns all of the issued and outstand shares of the capital stock of Kilovac I; and

WHEREAS Tyco (PA) is desirous of merging CII with and into TEC; and

WHEREAS CII is desirous of merging Kilovac, Corcom and PUC with and into TEC; and

WHEREAS Kilovac is desirous of merging Kilovac I with and into TEC; and

WHEREAS, the Boards of Directors and shareholders of each party hereto have approved this Agreement and Plan of Merger pursuant to each entity's respective Articles of Incorporation (or comparable document) and By-Laws, and intend that this Agreement and Plan of Merger constitute a plan of reorganization for purposes of Section 368 of the Internal Revenue Code.

NOW, THEREFORE, IT IS AGREED:

1. That CII, Kilovac, Kilovac I, Corcom, and PUC shall be merged with and into TEC (the "Merger").
2. That TEC shall be the surviving corporation (the "Surviving Corporation") in the Merger.
3. That the Merger shall be effective as of June 28, 2002 (the "Effective Time") upon the filing of Articles of Merger (or comparable document) with the Secretary of State of the respective jurisdiction of incorporation of TEC and each Merging Entity, pursuant to the legal requirements of each such jurisdiction.
4. That the Articles of Incorporation of TEC in effect immediately prior to the Effective Time shall be the Articles of Incorporation of the Surviving Corporation.
5. That the By-Laws of TEC in effect immediately prior to the Effective Time shall be the By-Laws of the Surviving Corporation.

0020751695 Page 5

BOX 170

- 6. That the directors of TEC immediately prior to the Effective Time shall be the directors of the Surviving Corporation, and the officers of TEC immediately prior to the Effective Time shall be the officers of the Surviving Corporation.
- 7. That each share of capital stock of each Merging Entity issued and outstanding immediately prior to the Effective Time shall be canceled and cease to exist without any consideration being payable therefor.
- 8. That at the Effective Time, TEC shall possess all the rights, privileges, immunities, powers and purposes of the Merging Entities, and shall by operation of law assume and be liable for all the liabilities, obligations and penalties of the Merging Entities.

IN WITNESS WHEREOF, this Agreement and Plan of Merger has been executed by the duly authorized representatives of each of the above named corporations, effective as of the day and year first above written.

Tyco International (PA), Inc.
By: *Irving Gutin*
Irving Gutin
President

Tyco Electronics Corporation
By: *Jacqueline J. Heisse*
Jacqueline J. Heisse
Sr. Vice President and CFO

CII Technologies, Inc.
By: *Jacqueline J. Heisse*
Jacqueline J. Heisse
President

Corcom, Inc.
By: *Jacqueline J. Heisse*
Jacqueline J. Heisse
President

Kilovac Corporation
By: *Jacqueline J. Heisse*
Jacqueline J. Heisse
President

Products Unlimited Corporation
By: *Jacqueline J. Heisse*
Jacqueline J. Heisse
President

Kilovac International, Inc.
By: *Jacqueline J. Heisse*
Jacqueline J. Heisse
President

BOX 170

0020751695