

02-28-2003

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings

2-26-03

RECO/ TR



102376729

DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Thales Avionics In-Flight Systems, LLC

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

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

3. Nature of conveyance:

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

Execution Date: December 31, 2002

2. Name and address of receiving party(ies)

Name: Thales Avionics, Inc.

Internal

Address: _____

Street Address: 17481 Red Hill Avenue

City: Irvine State: CA Zip: 92614-5630

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

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

A. Trademark Application No.(s) 76/225515
78/179387, 78/179390, 78/179360

B. Trademark Registration No.(s) 2532346,
2357837, 2628168, 2062657, 2457483

Additional number(s) attached Yes No

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

Name: Tina D. Kourasis, Esq.

Internal Address: Gardner Carton & Douglas LLC

Street Address: 191 North Wacker Drive

Suite 3700

City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: _____

11

7. Total fee (37 CFR 3.41).....\$ 290.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

07-0181

DO NOT USE THIS SPACE

9. Signature.

Tina D. Kourasis
Name of Person Signing

Signature

2-20-03

Date

Total number of pages including cover sheet, attachments, and document: 5

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

02/28/2003 10:00:00 AM LUPELLER 00000041 76225515

01 20:05:21 40.00 00
02 20:05:22 250.00 00

TRADEMARK
REEL: 002680 FRAME: 0120

ADDITIONAL APPLICATION NUMBERS FOR
RECORDATION COVER SHEET (TRADEMARKS ONLY) FORM

MERGING
THALES AVIONICS IN-FLIGHT SYSTEMS, LLC
INTO
THALES AVIONICS, INC.

Applications Numbers:

78/179382

78/179386

CH02/22231188.1

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:00 AM 12/31/2002
020809638 - 2142221

CERTIFICATE OF MERGER

**MERGING
THALES AVIONICS IN-FLIGHT SYSTEMS, LLC
INTO
THALES AVIONICS, INC.**

Pursuant to Section 264 (c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Thales Avionics, Inc., a Delaware Corporation. The name of the limited Liability Company being merged into this surviving corporation is Thales In-Flight Systems, LLC a Delaware limited liability company.

SECOND: The Plan of Merger has been approved, adopted, certified, executed, and acknowledged by the surviving corporation and the merging limited liability company dated December 31, 2002.

THIRD: The name of the surviving corporation is Thales Avionics, Inc.

FOURTH: The merger is to become effective upon the date of filing.

FIFTH: The Plan of Merger is on file at 3920 Park Avenue, Edison, NJ 08820, the place of business of the surviving corporation.

SIXTH: A copy of the Plan of Merger will be furnished by the surviving corporation upon request, without cost to any stock holder of the surviving corporation or member of the merging limited liability company.

IN WITNESS WHEREOF, said Thales Avionics, Inc., and Thales Avionics In-Flight Systems, LLC has caused this Certificate of Merger to be signed by Franck Hebert, President and CEO, Thales Avionics, Inc., and Francois Quentin, Member/Manager, Thales Avionics In-Flight Systems, LLC.

Franck Hebert /s/
Franck Hebert, President & CEO
Thales Avionics, Inc.

12/31/2002
Date

Francois Quentin /s/
Francois Quentin, Member/Manager
Thales Avionics In-Flight Systems, LLC

12/31/2002
Date

TOTAL P.02

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INTO
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SIXTH: A copy of the Plan of Merger will be furnished by the surviving corporation upon request, without cost to any stock holder of the surviving corporation or member of the merging limited liability company.

IN WITNESS WHEREOF, said Thales Avionics, Inc., and Thales Avionics In-Flight Systems, LLC has caused this Certificate of Merger to be signed by Frank Herbert, President and CEO, Thales Avionics, Inc., and Francois Quentin, Member/Manager, Thales Avionics In-Flight Systems, LLC.

Frank Hebert /s/
Frank Hebert, President & CEO
Thales Avionics, Inc.

12/31/2002
Date

Francois Quentin /s/
Francois Quentin, Member/Manager
Thales Avionics In-Flight Systems, LLC

12/31/2002
Date

Delaware

PAGE 1

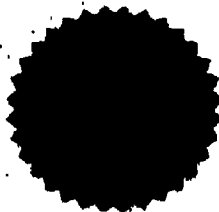
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"THALES AVIONICS IN-FLIGHT SYSTEMS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "THALES AVIONICS, INC." UNDER THE NAME OF "THALES AVIONICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2142221 8100M

AUTHENTICATION: 2234026

020809838

DATE: 01-30-03