

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	MERGER
-----------------------	--------

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CAE ELECTRONICS LTD./CAE ELECTRONIQUE LTEE.		08/01/1999	CORPORATION:
CAE AIRCRAFT LTD.		08/01/1999	CORPORATION:
LA SOCIETE INTERNATIONALE D'ELECTRONIQUE AERONAUTIQUE CANADIENNE/CANADIAN AVIATION ELECTRONICS INTERNATIONAL LTD.		08/01/1999	CORPORATION:

RECEIVING PARTY DATA

Name:	CAE ELECTRONICS LTD./CAE ELECTRONIQUE LTEE.
Street Address:	8585 COTE DE LIESSE ROAD
City:	ST. LAURENT, QUEBEC
State/Country:	CANADA
Postal Code:	A4T 1G6
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2162342	TDTM TRUE DIFFERENTIAL THICKNESS MEASUREMENT

CORRESPONDENCE DATA

Fax Number: (250)861-8772
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (250) 861-5332
 Email: smackey@bensoncolaw.ca
 Correspondent Name: Antony C. Edwards
 Address Line 1: 800 - 1708 Dolphin Avenue
 Address Line 4: Kelowna, BC, CANADA V1Y 9S4

ATTORNEY DOCKET NUMBER:	ACE-19547
-------------------------	-----------

OP \$40.00 2162342

DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Antony C. Edwards

Total Attachments: 3

source=Amalgamation docs#page1.tif

source=Amalgamation docs#page2.tif

source=Amalgamation docs#page3.tif



Industry Canada

Industrie Canada

**Certificate
of Amalgamation**

**Canada Business
Corporations Act**

**Certificat
de fusion**

**Loi canadienne sur
les sociétés par actions**

CAE ELECTRONICS LTD.

364372-9

CAE ELECTRONIQUE LTEE.

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 *Canada Business Corporations Act*, 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 *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Director - Directeur

August 1, 1999/ le 1 août 1999

Date of Amalgamation - Date de fusion

Canada

CANADA BUSINESS CORPORATIONS ACT

**FORM 9
ARTICLES OF AMALGAMATION
(SECTION 185)**

- 1. Name of amalgamated corporation:**

**CAE ELECTRONICS LTD.
CAE ELECTRONIQUE LTEE**

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

The Territory of Greater Montreal

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

An unlimited number of common shares and an unlimited number of preferred shares issuable in series.

I. PREFERRED SHARES

The Preferred Shares shall, as a class, carry and be subject to the rights, privileges, restrictions, conditions and designations hereinafter set forth:

1. Issuable in Series

The Preferred Shares may be issued from time to time in one or more series composed of such number of shares and with such preferred, deferred or other special rights, privileges, restrictions, conditions and designations attached thereto as shall be fixed hereby or from time to time before issuance by any resolution or resolutions providing for the issue of the shares of any series which may be passed by the directors of the Corporation and confirmed and declared by articles of amendment including, without limiting the generality of the foregoing:

- (a) the rate, amount or method of calculation of any dividends, and whether such rate, amount or method of calculation shall be subject to change or adjustment in the future, the currency or currencies of payment, the date or dates and place or places of payment thereof and the date or dates from which any such dividends shall accrue, provided always that dividends on each series of Preferred Shares shall be non-cumulative;**

- (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 moveable or personal, immovable or real or other property of the Corporation, owned or subsequently acquired, present or future, to secure any debt obligation 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.

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 ELECTRONICS LTD.
CAE ELECTRONIQUE LTEE**

Corporation No.: 360280-0

Date: July 27, 1999



Title: Assistant Treasurer

CAE AIRCRAFT LTD.

Corporation No.: 364364-6

Date: July 27, 1999



Title: Treasurer

**LA SOCIETE INTERNATIONALE
D'ELECTRONIQUE AERONAUTIQUE
CANADIENNE/CANADIAN AVIATION
ELECTRONICS INTERNATIONAL LTD.**

Corporation No.: 034445-1

Date: July 27, 1999



Title: Assistant Treasurer