

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

CHANGE OF NAME

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---|----------|----------------|-------------------------------------|
| Federal Information Technology Systems, LLC | | 10/03/2005 | LIMITED LIABILITY COMPANY: DELAWARE |

RECEIVING PARTY DATA

| | |
|-----------------|--|
| Name: | Overwatch Systems, LLC |
| Street Address: | Suite 1453 89 Headquarters Plaza North |
| City: | Morristown |
| State/Country: | NEW JERSEY |
| Postal Code: | 07960 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 5

| Property Type | Number | Word Mark |
|----------------|----------|-------------------------------|
| Serial Number: | 78687717 | OVERWATCH |
| Serial Number: | 78664461 | OVERWATCH INTELLIGENCE CENTER |
| Serial Number: | 78664451 | OVERWATCH SYSTEMS |
| Serial Number: | 76645899 | OVERWATCH SYSTEMS |
| Serial Number: | 78694202 | OVERWATCH SYSTEMS |

CORRESPONDENCE DATA

Fax Number: (714)755-8290

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 714-540-1235

Email: ipdocket@lw.com

Correspondent Name: Julie L. Dalke

Address Line 1: 650 Town Center Drive, Suite 2000

Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:

031935-0158 (NAME CHANGE)

900035440

TRADEMARK
REEL: 003187 FRAME: 0834

OP \$140.00 78687717

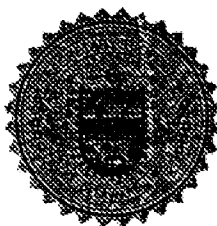
| | |
|--|-------------|
| NAME OF SUBMITTER: | Anna T Kwan |
| Signature: | /atk/ |
| Date: | 11/04/2005 |
| <p>Total Attachments: 15</p> <p>source=Federal Information (name change)#page1.tif</p> <p>source=Federal Information (name change)#page2.tif</p> <p>source=Federal Information (name change)#page3.tif</p> <p>source=Federal Information (name change)#page4.tif</p> <p>source=Federal Information (name change)#page5.tif</p> <p>source=Federal Information (name change)#page6.tif</p> <p>source=Federal Information (name change)#page7.tif</p> <p>source=Federal Information (name change)#page8.tif</p> <p>source=Federal Information (name change)#page9.tif</p> <p>source=Federal Information (name change)#page10.tif</p> <p>source=Federal Information (name change)#page11.tif</p> <p>source=Federal Information (name change)#page12.tif</p> <p>source=Federal Information (name change)#page13.tif</p> <p>source=Federal Information (name change)#page14.tif</p> <p>source=Federal Information (name change)#page15.tif</p> | |

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 AMENDMENT OF "FEDERAL INFORMATION TECHNOLOGY SYSTEMS, LLC", CHANGING ITS NAME FROM "FEDERAL INFORMATION TECHNOLOGY SYSTEMS, LLC" TO "OVERWATCH SYSTEMS, LLC", FILED IN THIS OFFICE ON THE THIRD DAY OF OCTOBER, A.D. 2005, AT 11:40 O'CLOCK A.M.



3734929 8100

050812407

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4203372

DATE: 10-04-05

TRADEMARK
REEL: 003187 FRAME: 0836

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:42 AM 10/03/2005
FILED 11:40 AM 10/03/2005
SRV 050806742 - 3734929 FILE

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT

Pursuant to the provisions of section 18-202(a) of the Delaware Limited Liability Company Act, the undersigned limited liability company desires to amend its certificate of formation and for that purpose submits the following certificate of amendment.

1. The name of the limited liability company is: Federal Information Technology Systems, LLC.

2. The certificate of formation is amended as follows: Paragraph 1 is deleted in its entirety and replaced with the following:

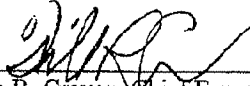
“1. The name of the limited liability company is Overwatch Systems, LLC.”

3. The effective time and date of this amendment shall be 11:59 p.m. on September 30, 2005, for accounting purposes only.

Dated as of September 29, 2005

FEDERAL INFORMATION
TECHNOLOGY SYSTEMS, LLC

By: _____

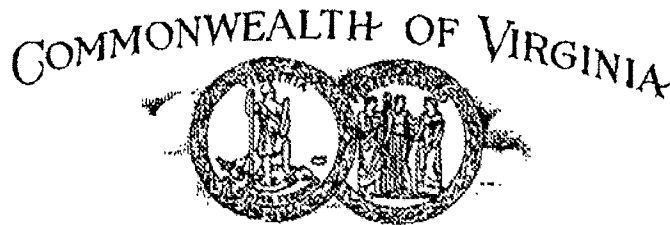

William R. Craven, Chief Executive
Officer

3072751_v2

CLINTON MILLER
CHAIRMAN

MARK C. CHRISTIE
COMMISSIONER

THEODORE V. MORRISON, JR.
COMMISSIONER



JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION
Office of the Clerk

September 30, 2005

BETH EPSTEIN
UCC RETRIEVALS, INC.
7288 HANOVER GREEN DR
MECHANICSVILLE, VA 23111

RE: Austin Info Systems Ltd., L.P. (USED IN VA BY:
Austin Info Systems, Ltd.)
ID: M009956 - 6
DCN: 05-09-30-0531

Dear Customer:

This is your receipt for \$25.00, covering the fees for filing a duly authenticated copy of articles of merger with this office.

This is also your receipt for \$200.00 to cover the fee(s) for expedited service(s).

The document was filed on September 30, 2005 at 11:58 PM.

Each non-surviving entity:

ITspatlal, Inc.

Is merged into Austin Info Systems Ltd., L.P. (USED IN VA BY: Austin Info Systems, Ltd.).

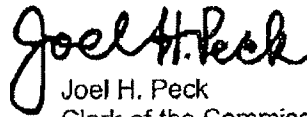
If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

MERGRCP
MERGACPT
CIS0322

Tyler Building, 1300 East Main Street, Richmond, VA 23219-3630
Clerk's Office (804) 371-9733 or (866) 722-2551 (toll-free in Virginia) www.scc.virginia.gov/division/clk
Telecommunications Device for the Deaf-TDD/Voice: (804) 371-9206

TRADEMARK
REEL: 003187 FRAME: 0838

Sincerely,

A handwritten signature in black ink, reading "Joel H. Peck". The signature is written in a cursive style with a large, stylized "J" and "P".

Joel H. Peck
Clerk of the Commission

MERGRcpt
MERGACPT
CIS0322

M009956 - 6

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, SEPTEMBER 30, 2005

The State Corporation Commission finds the accompanying articles submitted on behalf of
Austin Info Systems Ltd., L.P. (USED IN VA BY: Austin Info Systems, Ltd.)
comply with the requirements of law and confirms payment of all required fees. Therefore, it is
ORDERED that this

CERTIFICATE OF MERGER

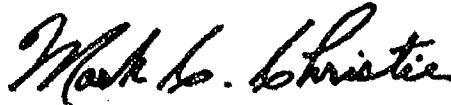
be issued and admitted to record with the articles of merger in the Office of the Clerk of the
Commission, effective September 30, 2005, at 11:58 PM. Each of the following:

ITspatial, Inc.

is merged into Austin Info Systems Ltd., L.P. (USED IN VA BY: Austin Info Systems, Ltd.),
which continues to exist under the laws of TEXAS with the name Austin Info Systems Ltd., L.P.
(USED IN VA BY: Austin Info Systems, Ltd.), and the separate existence of each non-surviving
entity ceases.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT
CIS0322
05-09-30-0531TRADEMARK
REEL: 003187 FRAME: 0840

ARTICLES OF MERGER

ITSPATIAL, INC. AND AUSTIN INFO SYSTEMS, LTD.

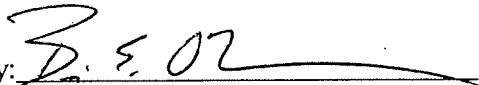
To the State Corporation Commission
Commonwealth of Virginia

Pursuant to the provisions of the Virginia Stock Corporation Act governing the merger of a domestic corporation authorized by law to issue shares with and into a foreign limited partnership authorized by law to issue partnership interests, the business organizations hereinafter named do hereby submit the following articles of merger.

1. The names of the merging business organizations are ITspatial, Inc., which is a corporation authorized by law to issue shares, organized under the laws of the Commonwealth of Virginia, and Austin Info Systems, Ltd., which is a limited partnership authorized by law to issue partnership interests, organized under the laws of the State of Texas.
2. Annexed hereto and made a part hereof is the Plan of Merger for merging ITspatial, Inc. with and into Austin Info Systems, Ltd. as approved by each business organization.
3. The Plan of Merger was adopted by the unanimous written consent of the shareholders of ITspatial, Inc. pursuant to the provisions of Section 13.1-657 of the Virginia Stock Corporation Act.
4. The laws of the jurisdiction of organization of Austin Info Systems, Ltd. permit the merger of a corporation authorized by law to issue shares of another jurisdiction with and into a limited partnership authorized by law to issue limited partnership interests of the jurisdiction of organization of Austin Info Systems, Ltd.; and the merger of ITspatial, Inc. with and into Austin Info Systems, Ltd. is in compliance with the laws of the jurisdiction of organization of Austin Info Systems, Ltd.
5. Austin Info Systems, Ltd. does hereby appoint the Clerk of the State Corporation Commission of the Commonwealth of Virginia as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of ITspatial, Inc., and does hereby agree that it will promptly pay to the dissenting shareholders of ITspatial, Inc. the amount, if any, to which they are entitled under the provisions of Article 15 of the Virginia Stock Corporation Act.
6. The effective time and date of the merger herein provided for in the Commonwealth of Virginia shall be 11:58 p.m. on September 30, 2005.

Executed as of September 29, 2005.

ITSPATIAL, INC.

By: 
Brian E. O'Toole, President

AUSTIN INFO SYSTEMS, LTD.

By: AIS GP, LLC, its General Partner

By: AIS Holding Company, LLP, sole
member of the General Partner

By: AIS Acquisition Corp., its Managing
Partner

By: _____
William R. Craven, President

[Signature Page to Articles of Merger – Virginia]

Executed as of September 29, 2005.

ITSPATIAL, INC.


By: _____
Brian E. O'Toole, President

AUSTIN INFO SYSTEMS, LTD.

By: AIS GP, LLC, its General Partner

By: AIS Holding Company, LLP, sole
member of the General Partner

By: AIS Acquisition Corp., its Managing
Partner

By:  _____
William R. Craven, President

[Signature Page to Articles of Merger – Virginia]

PLAN OF MERGER

This PLAN OF MERGER was approved as of September 29, 2005 by ITspatial, Inc., a business corporation organized under the laws of the State of Virginia, and by resolution adopted by its Board of Directors as of September 29, 2005, and was approved as of September 29, 2005 by Austin Info Systems, Ltd., a limited partnership organized under the laws of the State of Texas, and by the consent of its general partner as of September 29, 2005.

1. ITspatial, Inc. and Austin Info Systems, Ltd. shall, pursuant to the provisions of the Virginia Stock Corporation Act and the Texas Revised Limited Partnership Act, be merged with and into a single business entity, Austin Info Systems, Ltd., which shall be the surviving business entity at the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving business entity," and which shall continue to exist as said surviving business entity under the name Overwatch Systems, Ltd., pursuant to the provisions of the Texas Revised Limited Partnership Act. The separate existence of ITspatial, Inc., which is sometimes hereinafter referred to as the "non-surviving business entity," shall cease at the effective time and date of the merger in accordance with the provisions of the Virginia Stock Corporation Act and the Texas Revised Limited Partnership Act.

2. The surviving business entity shall succeed to all rights, assets, liabilities and obligations of the non-surviving business entity. The Certificate of Limited Partnership of the surviving business entity at the effective date of the merger shall be the Certificate of Limited Partnership of the surviving business entity. The Limited Partnership Agreement of the surviving business entity at the effective date of the merger shall continue to be the Limited Partnership Agreement of the surviving business entity, and will continue in full force unless amended by its partners.

3. On the effective date of the merger, each share of stock of the non-surviving business entity immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be cancelled automatically. Each general partnership interest and each limited partnership interest of the surviving business entity outstanding immediately prior to the effective date of the merger will continue to represent the outstanding partnership interests of the surviving business entity until such time as the Agreement of Limited Partnership of the surviving business entity is amended.

4. The Plan of Merger herein made and approved shall be submitted to the shareholders of the non-surviving business entity for their approval or rejection in the manner prescribed by the provisions of the Virginia Stock Corporation Act and the Texas Revised Limited Partnership Act, and the merger of the non-surviving business entity with and into the surviving business entity shall be authorized in the manner prescribed by the provisions of the Virginia Stock Corporation Act and the Texas Revised Limited Partnership Act.

5. In the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the non-surviving business entity in the manner prescribed by the provisions of the Virginia Stock Corporation Act and the Texas Revised Limited Partnership Act, and in the event that the merger of the non-surviving business entity with and into the surviving business

entity shall have been duly authorized in compliance with the provisions of the Virginia Stock Corporation Act and the Texas Revised Limited Partnership Act, the non-surviving business entity and the surviving business entity hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Virginia and the State of Texas, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

6. The board of directors and the proper officers of the non-surviving business entity and the general partner of the surviving business entity, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

7. A signed Plan of Merger is on file at Austin Info Systems, Ltd. at 301 Camp Craft Rd., Austin, Texas 78746. A copy of the Plan of Merger is available on written request to any partner of the surviving business entity in accordance with the Texas Revised Limited Partnership Act.

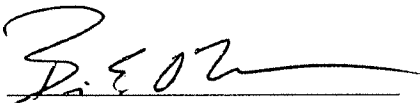
8. This Plan of Merger shall be effective as of 11:58 p.m. on September 30, 2005.

* * *

3103970_v1

The undersigned duly authorized representatives of the surviving corporation and the non-surviving corporation have executed this Plan of Merger as of September 29, 2005.

ITSPATIAL, INC.

By: 
Brian E. O'Toole, President

AUSTIN INFO SYSTEMS, LTD.

By: AIS GP, LLC, its General Partner

By: AIS Holding Company, LLP, sole
member of the General Partner

By: AIS Acquisition Corp., its Managing
Partner

By: _____
William R. Craven, President

[S' ign a tur eg P a e t o g l]an o f M e r e r

TRADEMARK
REEL: 003187 FRAME: 0846

The undersigned duly authorized representatives of the surviving corporation and the non-surviving corporation have executed this Plan of Merger as of September 29, 2005.

ITSPATIAL, INC.

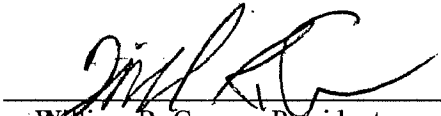
By: _____
Brian E. O'Toole, President

AUSTIN INFO SYSTEMS, LTD.

By: AIS GP, LLC, its General Partner

By: AIS Holding Company, LLP, sole
member of the General Partner

By: AIS Acquisition Corp., its Managing
Partner

By:  _____
William R. Craven, President

[Signature Page to Plan of Merger]

TRADEMARK
REEL: 003187 FRAME: 0847

CLINTON MILLER
CHAIRMAN

MARK C. CHRISTIE
COMMISSIONER

THEODORE V. MORRISON, JR.
COMMISSIONER

COMMONWEALTH OF VIRGINIA



JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION Office of the Clerk

September 30, 2005

BETH EPSTEIN
UCC RETRIEVALS, INC.
7288 HANOVER GREEN DR
MECHANICSVILLE, VA 23111

RE: Overwatch Systems of Virginia, Inc.
 (formerly SENSOR SYSTEMS, INC.)
ID: 0268332 - 4
DCN: 05-09-30-0530

Dear Customer:

This is your receipt for \$25.00, covering the fees for filing the following with this office:
articles of amendment to change the corporate name

This is also your receipt for \$200.00 to cover the fee(s) for expedited service(s).

The effective date of the certificate of amendment is September 30, 2005.

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

Joel H. Peck
Clerk of the Commission

AMENACPT
CIS0322

Tyler Building, 1300 East Main Street, Richmond, VA 23218-3630
Clerk's Office (804) 371-9733 or (866) 722-2551 (toll-free in Virginia) www.scc.virginia.gov/division/clk
Telecommunications Device for the Deaf-TDD/Voice: (804) 371-9206

TRADEMARK
REEL: 003187 FRAME: 0848

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, SEPTEMBER 30, 2005

The State Corporation Commission has found the accompanying articles submitted on behalf of
Overwatch Systems of Virginia, Inc. (formerly SENSOR SYSTEMS, INC.)
to comply with the requirements of law, and confirms payment of all required fees. Therefore, it
is ORDERED that this

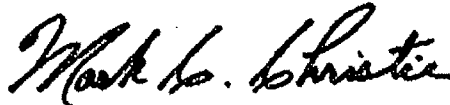
CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective September 30, 2005, at 11:59 PM.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

05-09-30-0530
AMENACPT
CIS0322

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

ARTICLES OF AMENDMENT

**CHANGING THE NAME OF A VIRGINIA STOCK CORPORATION
By Unanimous Consent of the Shareholders**

The undersigned, pursuant to § 13.1-710 of the Code of Virginia, executes these articles and states as follows:

The current name of the corporation is: Sensor Systems, Inc.

The name of the corporation is changed to: Overwatch Systems of Virginia, Inc.

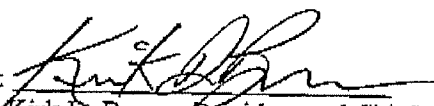
The foregoing amendment was adopted by unanimous consent of the shareholders as of September 29, 2005.

The effective time and date of the foregoing amendment shall be 11:59 p.m. on September 30, 2005.

Executed in the name of the corporation by:

SENSOR SYSTEMS, INC.

Dated as of: September 29, 2005

By: 
Kirk D. Brown, President and Chief
Executive Officer

SCC Corporate ID No.: 0268332-4

3071508_v2