

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/17/2006		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Copstat Security, LLC		03/17/2006	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Andrews International, Inc.		
Street Address:	1860 East Tremont Avenue		
City:	Bronx		
State/Country:	NEW YORK		
Postal Code:	10460		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78653950	COPSTAT SECURITY	
Serial Number:	75789545	COPSTAT	
CORRESPONDENCE DATA			
Fax Number:	(212)355-3333		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-813-8800		
Email:	dbreitman@goodwinprocter.com		
Correspondent Name:	Dana Breitman		
Address Line 1:	599 Lexington Avenue		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	105689.159602		
NAME OF SUBMITTER:	Dana Breitman		

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Signature:	/danabreitman/
Date:	03/17/2006
Total Attachments: 2 source=Andrews Copstat Merger#page1.tif source=Andrews Copstat Merger#page2.tif	

CERTIFICATE OF MERGER

OF

Copstat Security, LLC
a Delaware Limited Liability Company

AND

Andrews International, Inc.
a Delaware Corporation

It is hereby certified that:

1. The constituent business entities participating in the merger herein certified are:

(I) Copstat Security, LLC, which is organized under the laws of the State of Delaware; and

(ii) Andrews International, Inc., which is incorporated under the laws of the State of Delaware.

2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent entities in accordance with the provisions of subsection (b) of Section 18-209 of the Delaware Limited Liability Company Law and in accordance with the provisions of Section 264 of the Delaware General Corporation Law, to wit, by Copstat Security, LLC and by Andrews International, Inc.

3. The name of the surviving corporation in the merger herein certified is Andrews International, Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the Delaware General Corporation Law.

4. The Certificate of Incorporation of Andrews International, Inc., as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the Delaware General Corporation Law.

5. The executed Agreement of Merger between the aforesaid constituent business entities is on file at the principal place of business of the aforesaid surviving corporation, the address of which is as follows: 1860 East Tremont Avenue, Bronx, NY 10460.

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of the Delaware corporation or any member of the extinguishing limited liability company.

Executed on this ___ day of March, 2006.

ANDREWS INTERNATIONAL, INC.

By:


Name: Michael Topf
Title: Vice-President