

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
HEISLEY HOLDING, INC.		04/10/1997	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	HEICO HOLDING, INC.		
Street Address:	2626 Warrenville Road		
Internal Address:	Suite 300		
City:	Downers Grove		
State/Country:	ILLINOIS		
Postal Code:	60515		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	0799820	SPARTAN	
CORRESPONDENCE DATA			
Fax Number:	(703)415-0883		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-876-1800		
Email:	schinyavong@woodphillips.com		
Correspondent Name:	John S. Mortimer		
Address Line 1:	Citigroup Center, Suite 3800		
Address Line 2:	500 West Madison Street		
Address Line 4:	Chicago, ILLINOIS 60661		
ATTORNEY DOCKET NUMBER:	00854T00050US		
NAME OF SUBMITTER:	John S. Mortimer		
Signature:	/John S. Mortimer/		

CH \$40.00 0799820

Date:

05/02/2006

Total Attachments: 2

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, 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 "HEISLEY HOLDING, INC.", CHANGING ITS NAME FROM "HEISLEY HOLDING, INC." TO "HEICO HOLDING, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF JUNE, A.D. 1997, AT 6 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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971215010

AUTHENTICATION:

8535399

DATE:

06-27-97

CERTIFICATE OF AMENDMENT
TO THE
RESTATED CERTIFICATE OF INCORPORATION
OF
HEISLEY HOLDING, INC.

* * *

The undersigned, Chairman of HEISLEY HOLDING, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That resolutions of the Board of Directors of the Corporation were duly adopted by unanimous written consent setting forth a proposed amendment to the Restated Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and submitting the amendment to the stockholders of the Corporation for their consideration by means of written consent. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that Article First of the Restated Certificate of Incorporation of the Corporation be amended to read in its entirety as follows:

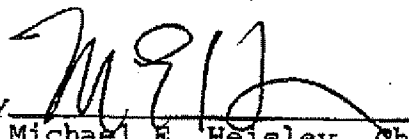
"First: The name of the Corporation is Heico Holding, Inc."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, the officers of the Corporation obtained the written consent of the stockholders of the Corporation in accordance with Section 228 of the Delaware General Corporation Law.

THIRD: That the amendment was duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, Heisley Holding, Inc. has caused this certificate to be executed by its Chairman this 10th day of April, 1997.

HEISLEY HOLDING, INC.

By 
Michael E. Heisley, Chairman

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