

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/10/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bea-Maurer, Inc.		03/10/2005	CORPORATION: VIRGINIA

RECEIVING PARTY DATA

Name:	Base-X, Inc.
Street Address:	6051 N. Lee Highway
City:	Fairfield
State/Country:	VIRGINIA
Postal Code:	24435
Entity Type:	CORPORATION: VIRGINIA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2534311	BASE-X EXPEDITION SHELTERS

CORRESPONDENCE DATA

Fax Number: (212)355-3333
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 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:	105701157204
NAME OF SUBMITTER:	Dana Breitman
Signature:	/danabreitman/

Date:

08/02/2007

Total Attachments: 16

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Delaware

PAGE 1

The First State

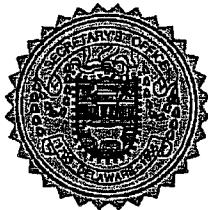
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BASE-X MERGER SUBSIDIARY, INC.", A DELAWARE CORPORATION, WITH AND INTO "BEA MAURER, INC." UNDER THE NAME OF "BEA MAURER, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF VIRGINIA, AS RECEIVED AND FILED IN THIS OFFICE THE TENTH DAY OF MARCH, A.D. 2005, AT 8:45 O'CLOCK A.M.

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

3937643 8100M

050201210



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3733200

DATE: 03-10-05

TRADEMARK
REEL: 003593 FRAME: 0639

CERTIFICATE OF MERGER

OF

BASE-X MERGER SUBSIDIARY, INC.
a Delaware corporation,

INTO

BEA MAURER, INC.,
a Virginia corporation

March 10, 2005

The undersigned corporation organized and existing under and by virtue of the Virginia Stock Corporation Act DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations to the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Base-X Merger Subsidiary, Inc.	Delaware
Bea Maurer, Inc.	Virginia

SECOND: That a Merger Agreement between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware and has been approved by the board of directors and by unanimous consent of the shareholders of the constituent corporations, and has been executed and delivered by each of the constituent corporations in accordance with the requirements of Section 13.1-722 of the Virginia Stock Corporation Act.

THIRD: That the surviving corporation shall be Bea Maurer, Inc. ("BMI") and that BMI's name shall be changed to Base-X, Inc., a Virginia corporation.

FOURTH: That the Articles of Incorporation of BMI shall be the articles of incorporation of the surviving corporation.

FIFTH: That the executed Merger Agreement is on file at the office of the surviving corporation, the address of which is 6051 N. Lee Highway, Fairfield, Virginia 24435.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the surviving corporation (i) may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Base-X Merger Subsidiary, Inc., as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to Section 262 of the Delaware General Corporation Law; (ii) irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings; and (iii) specifies the following as the address to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware: 6051 N. Lee Highway, Fairfield, Virginia 24435.

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Executed as of the date first set forth above.

BEA MAURER, INC.

By: *Bea Maurer*
Name: Bea Maurer
Title: President

Divider

TRADEMARK

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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, MARCH 10, 2005

The State Corporation Commission finds the accompanying articles submitted on behalf of

Base-X, Inc.

comply with the requirements of law and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

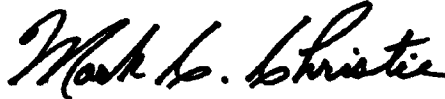
be issued and admitted to record with the articles of merger in the Office of the Clerk of the Commission, effective March 10, 2005. Each of the following:

BASE-X MERGER SUBSIDIARY, INC. (A DELAWARE CORPORATION NOT QUALIFIED IN VIRGINIA)

is merged into Base-X, Inc. (formerly MAURER, INC., BEA), which continues to exist under the laws of VIRGINIA with the name Base-X, Inc., and the separate existence of each non-surviving entity ceases.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT
CIS0322
05-03-10-0504

TRADEMARK
REEL: 003593 FRAME: 0644

ARTICLES OF MERGER
OF
BASE-X MERGER SUBSIDIARY, INC.
a Delaware corporation,
INTO
BEA MAURER, INC.,
a Virginia corporation

March 10, 2005

The undersigned corporation organized and existing under and by virtue of the Virginia Stock Corporation Act DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations to the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Base-X Merger Subsidiary, Inc.	Delaware
Bea Maurer, Inc.	Virginia

SECOND: That a Merger Agreement between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware and has been approved by the board of directors and by unanimous consent of the shareholders of the constituent corporations, and has been executed and delivered by each of the constituent corporations in accordance with the requirements of Section 13.1-722 of the Virginia Stock Corporation Act.

THIRD: That the surviving corporation shall be Bea Maurer, Inc. ("BMP") and that BMI's name shall be changed to Base-X, Inc., a Virginia corporation, as set forth forth in Exhibit A hereto.

FOURTH: That the Articles of Incorporation of BMI, as amended pursuant to the terms of Exhibit A hereto, shall be the articles of incorporation of the surviving corporation.

FIFTH: That the executed Merger Agreement is on file at the office of the surviving corporation, the address of which is 6051 N. Lee Highway, Fairfield, Virginia 24435.

SIXTH: That a copy of the Agreement and Plan of Merger is attached hereto as Exhibit A and will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the surviving corporation (i) may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Base-X Merger Subsidiary, Inc., as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to Section 262 of the Delaware General Corporation Law; (ii) irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings; and (iii) specifies the following as the address to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware: 6051 N. Lee Highway, Fairfield, Virginia 24435.

EIGHTH: That these Articles of Merger may be executed simultaneously in any number of counterparts, each of which when so executed and delivered shall be taken to be an original; but such counterparts shall together constitute but one and the same document.

[The remainder of this page has been intentionally left blank.]

Executed as of the date first set forth above.

BEA MAURER, INC.

By: Bea Maurer

Name: Bea Maurer
Title: President

BASE-X MERGER SUBSIDIARY, INC.

By: _____

Name: Vince A. Nardy
Title: Chief Executive Officer

TRADEMARK

REEL: 003593 FRAME: 0647

Executed as of the date first set forth above.

BEA MAURER, INC.

By: _____
Name:
Title:

BASE-X MERGER SUBSIDIARY, INC.

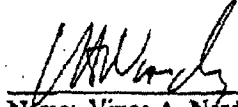
By:  _____
Name: Vince A. Nardy
Title: Chief Executive Officer

Exhibit A

AGREEMENT AND PLAN OF MERGER

OF

BASE-X MERGER SUBSIDIARY, INC. (a Delaware corporation)

WITH AND INTO

BEA MAURER, INC. (a Virginia corporation)

1. Names. The names of the corporations planning to merge are Base-X Merger Subsidiary, Inc., a stock corporation organized under the laws of the State of Delaware, and Bea Maurer, Inc., a stock corporation organized under the laws of the Commonwealth of Virginia.

2. Merger. Base-X Merger Subsidiary, Inc. shall, pursuant to Section 13.1-716 of the Virginia Stock Corporation Act (the "Act"), be merged with and into Bea Maurer, Inc. in accordance with this Plan and Agreement of Merger (the "Merger") at the Effective Time (as hereafter defined). Bea Maurer, Inc. shall be and continue in existence as the surviving corporation (which is sometimes hereinafter referred to as the "Surviving Corporation") and the separate corporate existence of Base-X Merger Subsidiary, Inc. shall cease at the Effective Time. The Merger shall be effective upon filing of the Articles of Incorporation (the "Effective Time").

3. Terms and Conditions of the Merger.

(a) Articles of Incorporation. The name of the Surviving Corporation shall be changed to Base-X, Inc., as set forth in the Articles of Amendment of the Surviving Corporation (the "Articles of Amendment"), attached hereto as Exhibit 1. The Articles of Incorporation of Bea Maurer, Inc. which are in force and effect immediately prior to the effective time, as amended by the Articles of Amendment, shall be the Articles of Incorporation of the Surviving Corporation thereafter until duly amended in accordance with the Act.

(b) Bylaws. The Bylaws of Bea Maurer, Inc., which are in force and effect immediately prior to the Effective Time shall be the Bylaws of the Surviving Corporation thereafter, until duly amended in accordance with their terms and the Act.

(c) Directors. At the Effective Time of the Merger, the Board of Directors of Base-X Merger Subsidiary, Inc. shall be the Board of Directors of the Surviving Corporation, which Board of Directors shall consist of the following individuals:

TRADEMARK

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Vince Nardy
Steven Demko
Bea Maurer

(d) Officers. At the Effective Time of the Merger, the officers of Base-X Merger Subsidiary, Inc. shall be the officers of the Surviving Corporation, which officers shall be as follows:

Vince Nardy, Chief Executive Officer and Secretary
Steven Demko, Chief Financial Officer, Vice President of Finance and Treasurer
James Maurer, President
Bea Maurer, Vice President
Peyton Winfree, Vice President
Brian Dearing, Vice President of Sales and Marketing

(e) Effect of Merger on Outstanding Shares. Each issued and outstanding share of common stock of Base-X Merger Subsidiary, Inc. shall, at the Effective Time, be converted into and become one fully paid and nonassessable share of common stock of the Surviving Corporation. At the Effective Time, the issued and outstanding shares of common stock of Bea Maurer, Inc., par value \$1.00 per share, shall be converted into the right to receive the aggregate consideration as set forth in Section 2.1(c) of the Merger Agreement made and entered into as of March 10, 2005 by and among Bea Maurer, Inc., the Stockholders of Bea Maurer, Inc., Base-X Merger Subsidiary, Inc., and Hunter Defense Holdings, Inc., a Delaware corporation ("Hunter"), and as provided below:

(i) cash consideration in the amount of sixty million dollars (\$60,000,000), subject to adjustment;

(ii) shares of Series A Convertible Preferred Stock and shares of Series B Convertible Preferred Stock of Hunter having an aggregate value of not less than FIVE MILLION AND 00/100 DOLLARS (\$5,000,000); and

(iii) shares of Series A Convertible Preferred Stock and shares of Series B Convertible Preferred Stock of Hunter having an aggregate value of not less than FOURTEEN MILLION AND 00/100 DOLLARS (\$14,000,000), which may be subject to forfeiture upon failure to satisfy certain conditions.

**ARTICLES OF AMENDMENT
OF THE ARTICLES OF INCORPORATION OF
BEA MAURER, INC.**


1. The name of the Corporation is Bea Maurer, Inc.
2. The name of the Corporation is hereby changed to the following:

Base-X, Inc.

3. The amendment set forth above shall become effective when accepted for filing by the State Corporation Commission of Virginia.

4. The foregoing amendment was adopted on March 10, 2005 by unanimous written consent of the Board of Directors and stockholders of the Corporation.

The undersigned president of the Corporation declares that the facts herein stated are true as of March 10, 2005.



By: Bea Maurer
Its: President

**ARTICLES OF AMENDMENT
OF THE ARTICLES OF INCORPORATION OF
BEA MAURER, INC.**


1. The name of the Corporation is Bea Maurer, Inc.
2. The name of the Corporation is hereby changed to the following:

Base-X, Inc.

3. The amendment set forth above shall become effective when accepted for filing by the State Corporation Commission of Virginia.

4. The foregoing amendment was adopted on March 10, 2005 by unanimous written consent of the Board of Directors and stockholders of the Corporation.

The undersigned president of the Corporation declares that the facts herein stated are true as of March 10, 2005.



By: Bea Maurer
Its: President

Exhibit A

AGREEMENT AND PLAN OF MERGER

OF

BASE-X MERGER SUBSIDIARY, INC. (a Delaware corporation)

WITH AND INTO

BEA MAURER, INC. (a Virginia corporation)

1. Names. The names of the corporations planning to merge are Base-X Merger Subsidiary, Inc., a stock corporation organized under the laws of the State of Delaware, and Bea Maurer, Inc., a stock corporation organized under the laws of the Commonwealth of Virginia.

2. Merger. Base-X Merger Subsidiary, Inc. shall, pursuant to Section 13.1-716 of the Virginia Stock Corporation Act (the "Act"), be merged with and into Bea Maurer, Inc. in accordance with this Plan and Agreement of Merger (the "Merger") at the Effective Time (as hereafter defined). Bea Maurer, Inc. shall be and continue in existence as the surviving corporation (which is sometimes hereinafter referred to as the "Surviving Corporation") and the separate corporate existence of Base-X Merger Subsidiary, Inc. shall cease at the Effective Time. The Merger shall be effective upon filing of the Articles of Incorporation (the "Effective Time").

3. Terms and Conditions of the Merger.

(a) Articles of Incorporation. The name of the Surviving Corporation shall be changed to Base-X, Inc., as set forth in the Articles of Amendment of the Surviving Corporation (the "Articles of Amendment"), attached hereto as Exhibit 1. The Articles of Incorporation of Bea Maurer, Inc. which are in force and effect immediately prior to the effective time, as amended by the Articles of Amendment, shall be the Articles of Incorporation of the Surviving Corporation thereafter until duly amended in accordance with the Act.

(b) Bylaws. The Bylaws of Bea Maurer, Inc., which are in force and effect immediately prior to the Effective Time shall be the Bylaws of the Surviving Corporation thereafter, until duly amended in accordance with their terms and the Act.

(c) Directors. At the Effective Time of the Merger, the Board of Directors of Base-X Merger Subsidiary, Inc. shall be the Board of Directors of the Surviving Corporation, which Board of Directors shall consist of the following individuals:

TRADEMARK

REEL: 003593 FRAME: 0653

Vince Nardy
Steven Demko
Bea Maurer

(d) Officers. At the Effective Time of the Merger, the officers of Base-X Merger Subsidiary, Inc. shall be the officers of the Surviving Corporation, which officers shall be as follows:

Vince Nardy, Chief Executive Officer and Secretary
Steven Demko, Chief Financial Officer, Vice President of Finance and Treasurer
James Maurer, President
Bea Maurer, Vice President
Peyton Winfree, Vice President
Brian Dearing, Vice President of Sales and Marketing

(e) Effect of Merger on Outstanding Shares. Each issued and outstanding share of common stock of Base-X Merger Subsidiary, Inc. shall, at the Effective Time, be converted into and become one fully paid and nonassessable share of common stock of the Surviving Corporation. At the Effective Time, the issued and outstanding shares of common stock of Bea Maurer, Inc., par value \$1.00 per share, shall be converted into the right to receive the aggregate consideration as set forth in Section 2.1(c) of the Merger Agreement made and entered into as of March 10, 2005 by and among Bea Maurer, Inc., the Stockholders of Bea Maurer, Inc., Base-X Merger Subsidiary, Inc., and Hunter Defense Holdings, Inc., a Delaware corporation ("Hunter"), and as provided below:

(i) cash consideration in the amount of sixty million dollars (\$60,000,000), subject to adjustment;

(ii) shares of Series A Convertible Preferred Stock and shares of Series B Convertible Preferred Stock of Hunter having an aggregate value of not less than FIVE MILLION AND 00/100 DOLLARS (\$5,000,000); and

(iii) shares of Series A Convertible Preferred Stock and shares of Series B Convertible Preferred Stock of Hunter having an aggregate value of not less than FOURTEEN MILLION AND 00/100 DOLLARS (\$14,000,000), which may be subject to forfeiture upon failure to satisfy certain conditions.