

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT												
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL												
<b>CONVEYING PARTY DATA</b>													
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 20%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 30%;">Entity Type</th> </tr> <tr> <td>CHI Systems, Inc.</td> <td></td> <td>02/01/2010</td> <td>CORPORATION: PENNSYLVANIA</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	CHI Systems, Inc.		02/01/2010	CORPORATION: PENNSYLVANIA					
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<b>RECEIVING PARTY DATA</b>													
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;"><b>Name:</b></td> <td>Harris Corporation</td> </tr> <tr> <td><b>Street Address:</b></td> <td>1025 West NASA Boulevard</td> </tr> <tr> <td><b>City:</b></td> <td>Melbourne</td> </tr> <tr> <td><b>State/Country:</b></td> <td>FLORIDA</td> </tr> <tr> <td><b>Postal Code:</b></td> <td>32919</td> </tr> <tr> <td><b>Entity Type:</b></td> <td>CORPORATION: DELAWARE</td> </tr> </table>	<b>Name:</b>	Harris Corporation	<b>Street Address:</b>	1025 West NASA Boulevard	<b>City:</b>	Melbourne	<b>State/Country:</b>	FLORIDA	<b>Postal Code:</b>	32919	<b>Entity Type:</b>	CORPORATION: DELAWARE	
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<b>PROPERTY NUMBERS Total: 3</b>													
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 20%;">Property Type</th> <th style="width: 20%;">Number</th> <th style="width: 60%;">Word Mark</th> </tr> <tr> <td>Serial Number:</td> <td>77697023</td> <td>DC4S-COMMANDER</td> </tr> <tr> <td>Serial Number:</td> <td>77697021</td> <td>DC4S-ASSAULTER</td> </tr> <tr> <td>Serial Number:</td> <td>77697016</td> <td>DC4S-BASE</td> </tr> </table>	Property Type	Number	Word Mark	Serial Number:	77697023	DC4S-COMMANDER	Serial Number:	77697021	DC4S-ASSAULTER	Serial Number:	77697016	DC4S-BASE	
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Serial Number:	77697023	DC4S-COMMANDER											
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Serial Number:	77697016	DC4S-BASE											
<b>CORRESPONDENCE DATA</b>													
Fax Number: (954)761-8112 <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> Phone: (954) 761-7473 Email: dshowalter@gray-robinson.com Correspondent Name: Donald S. Showalter Address Line 1: 401 East Las Olas Boulevard Address Line 2: Suite 1850 Address Line 4: Fort Lauderdale, FLORIDA 33301													
<b>ATTORNEY DOCKET NUMBER:</b>	621020.1832												
<b>NAME OF SUBMITTER:</b>	Donald S. Showalter												

**900158174**

**TRADEMARK**  
**REEL: 004175 FRAME: 0042**

CH \$90.00 77697023

Signature:	/Donald S. Showalter/
Date:	03/24/2010
<b>Total Attachments: 8</b> source=CHI Systems Assignment#page1.tif source=CHI Systems Assignment#page2.tif source=CHI Systems Assignment#page3.tif source=CHI Systems Assignment#page4.tif source=CHI Systems Assignment#page5.tif source=CHI Systems Assignment#page6.tif source=CHI Systems Assignment#page7.tif source=CHI Systems Assignment#page8.tif	

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TRADEMARK ASSIGNMENT AGREEMENT

by and between

HARRIS CORPORATION

and

CHI SYSTEMS, INC.

Effective as of February 1, 2010

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## TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK ASSIGNMENT AGREEMENT (this "Trademark Assignment"), effective as of February 1, 2010 (the "Effective Date"), is by and between Harris Corporation, a Delaware corporation, with offices at 1025 West NASA Boulevard, Melbourne, Florida 32919 ("Assignee"), and CHI Systems, Inc., a Pennsylvania corporation, with offices at c/o OSI Geospatial Inc., Suite 300-340 March Road, Ottawa, Ontario K2K 2E4 ("Assignor").

### RECITALS

A. WHEREAS, Assignor has sold certain assets and liabilities with respect to its DC4S (distributed crisis coordination, command and control system- responder) product line and C3 Core research and development group to Assignee;

B. WHEREAS, Assignor presently owns or controls the entire right, title and interest to certain trademark applications each filed based on Assignor's bona fide intention to use the marks in commerce and common-law trademarks as set forth on Appendix A hereto (the "Assigned Marks") and related goodwill that have been developed by Assignor;

C. WHEREAS, in furtherance of the foregoing sale of assets, Assignor desires to transfer, assign, convey, deliver and vest all of its right, title and interest in and to the Assigned Marks and all of the goodwill associated therewith and all other rights Assignor may have with respect to such Assigned Marks.

NOW, THEREFORE, in consideration of the premises and for other good and valid consideration, the receipt and sufficiency of which are hereby acknowledged, the parties, intending to be legally bound, agree as follows:

Assignor, in accordance with the provisions of the Asset Purchase Agreement dated as of February 1, 2010, by and between Assignor, Assignee, and OSI Geospatial Inc., a British Columbia corporation and parent company of the Assignor, hereby absolutely, unconditionally and irrevocably transfers, conveys, assigns, sells, releases and delivers to Assignee all of Assignor's right, title and interest in and to the Assigned Marks in the United States and throughout the world, any common law rights relating to the Assigned Marks, together with all of the assets and the goodwill of the business represented by the Assigned Marks, and the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with any and all past, present or future infringements, unauthorized use or dilution of or damage or injury to the Assigned Marks or such represented good will.

Assignor agrees that, upon request, it will, at any time at Assignee's expense, cooperate, furnish, execute and deliver, as applicable, all necessary documentation relating to or supporting chain of title, sign all papers, take all rightful oaths, and do all acts which may be reasonably necessary for vesting title to the Assigned Marks in Assignee, its successors, assigns and legal representatives or nominees. The Assignor also agrees that it will not do any act whatsoever conflicting with these presents.

The Assignor hereby confirms that the Assignee, its successors and assigns, owns the entire right, title and interest in, to and under the Assigned Marks and that no rights whatsoever to the Assigned Marks are retained by the Assignor.

*[Remainder of page left blank intentionally.]*

IN WITNESS WHEREOF, the parties have caused this TRADEMARK ASSIGNMENT AGREEMENT to be executed by their duly authorized representatives on the respective dates entered below.

HARRIS CORPORATION

By: Gary L. McArthur

Name: Gary L. McArthur

Title: Senior Vice President and Chief Financial Officer

Date: \_\_\_\_\_

CHI SYSTEMS, INC.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

[SIGNATURE PAGE TO TRADEMARK ASSIGNMENT AGREEMENT]

TRADEMARK  
REEL: 004175 FRAME: 0047

IN WITNESS WHEREOF, the parties have caused this TRADEMARK ASSIGNMENT AGREEMENT to be executed by their duly authorized representatives on the respective dates entered below.

HARRIS CORPORATION

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_

CHI SYSTEMS, INC.

By: Wayne Zachary  
Name: Wayne Zachary  
Title: CEO  
Date: \_\_\_\_\_

[SIGNATURE PAGE TO TRADEMARK ASSIGNMENT AGREEMENT]

TRADEMARK  
REEL: 004175 FRAME: 0048

ACKNOWLEDGMENTS

STATE OF Florida )

COUNTY OF Brevard )

I CERTIFY that on January 29<sup>th</sup>, 2010, Gary L. McArthur personally came before me and this person acknowledged under oath, to my satisfaction that:

- (a) this person signed, sealed and delivered the attached Trademark Assignment as SVP and CFO of Harris Corporation; and
- (b) this Trademark Assignment was signed and made by Harris Corporation as its voluntary act and deed by virtue of authority from its Board of Directors.



Lizette Cano  
Name

Notary Public

My Commission Expires:

[Notarial Seal]

STATE OF \_\_\_\_\_ )

COUNTY OF \_\_\_\_\_ )

I CERTIFY that on January \_\_\_\_\_, 2010, \_\_\_\_\_ personally came before me and this person acknowledged under oath, to my satisfaction that:

- (c) this person signed, sealed and delivered the attached Trademark Assignment as \_\_\_\_\_ of CHI Systems, Inc.; and
- (d) this Trademark Assignment was signed and made by CHI Systems, Inc. as its voluntary act and deed by virtue of authority from its Board of Directors.

\_\_\_\_\_  
Name

Notary Public

My Commission Expires:

[Notarial Seal]

TRADEMARK

REEL: 004175 FRAME: 0049



ACKNOWLEDGMENTS

STATE OF \_\_\_\_\_ )

COUNTY OF \_\_\_\_\_ )

I CERTIFY that on January \_\_\_\_, 2010, \_\_\_\_\_ personally came before me and this person acknowledged under oath, to my satisfaction that:

- (a) this person signed, sealed and delivered the attached Trademark Assignment as \_\_\_\_\_ of Harris Corporation; and
- (b) this Trademark Assignment was signed and made by Harris Corporation as its voluntary act and deed by virtue of authority from its Board of Directors.

\_\_\_\_\_  
Name  
Notary Public  
My Commission Expires:  
[Notarial Seal]

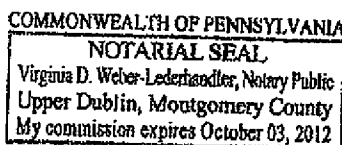
STATE OF PA )

COUNTY OF Montgomery

I CERTIFY that on January 29, 2010, Wayne personally came before me and this person acknowledged under oath, to my satisfaction that:

- (c) this person signed, sealed and delivered the attached Trademark Assignment as CEO of CHI Systems, Inc.; and
- (d) this Trademark Assignment was signed and made by CHI Systems, Inc. as its voluntary act and deed by virtue of authority from its Board of Directors.

Virginia D. Weber-Lederhandler  
Name  
Notary Public  
My Commission Expires:  
[Notarial Seal]



**APPENDIX A**

**ASSIGNED TRADEMARKS**

MARK	STATUS	APPNO	FILE	REGNO	REG
DC4S-COMMANDER	PENDING	77/697,023	3 /23/2009		
DC4S-ASSAULTER	PENDING	77/697,021	3 /23/2009		
DC4S-BASE	PENDING	77/697,016	3 /23/2009		

**REGISTRATIONS**

NONE

**COMMON LAW TRADEMARKS**

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