

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|-----------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 11/22/2010 | | |
| CONVEYING PARTY DATA | | | |
| | Name | Formerly | Execution Date |
| | TCS Commercial, Inc. | | 11/22/2010 |
| | | | Entity Type |
| | | | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Raytheon TCS Commercial, Inc. | | |
| Street Address: | 12950 Worldgate Drive | | |
| Internal Address: | Suite 600 | | |
| City: | Herndon | | |
| State/Country: | VIRGINIA | | |
| Postal Code: | 20170 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| | Property Type | Number | Word Mark |
| | Registration Number: | 3160519 | COUNTERSTORM |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (202)466-0502 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 202 466 0530 | | |
| Email: | docket@jorgensenfirm.com | | |
| Correspondent Name: | Paul C. Jorgensen | | |
| Address Line 1: | 1250 24th Street NW | | |
| Address Line 2: | Suite 300 | | |
| Address Line 4: | Washington, DISTRICT OF COLUMBIA 20037 | | |
| ATTORNEY DOCKET NUMBER: | 079-001 | | |
| NAME OF SUBMITTER: | Paul C. Jorgensen | | |

OP \$40.00 3160519

900187891

**TRADEMARK
 REEL: 004510 FRAME: 0898**

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|---|---------------------|
| Signature: | /Paul C. Jorgensen/ |
| Date: | 03/30/2011 |
| Total Attachments: 4 source=TCS Commercial - Amended and Restated COI - Certified - Nov 22 2010#page1.tif source=TCS Commercial - Amended and Restated COI - Certified - Nov 22 2010#page2.tif source=TCS Commercial - Amended and Restated COI - Certified - Nov 22 2010#page3.tif source=TCS Commercial - Amended and Restated COI - Certified - Nov 22 2010#page4.tif | |

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "TCS COMMERCIAL, INC.", CHANGING ITS NAME FROM "TCS COMMERCIAL, INC." TO "RAYTHEON TCS COMMERCIAL, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF NOVEMBER, A.D. 2010, AT 12:09 O'CLOCK P.M.

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

4569756 8100

101110682



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8372826

DATE: 11-22-10

TRADEMARK
REEL: 004510 FRAME: 0900

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION**

OF

TCS COMMERCIAL, INC.

TCS Commercial, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), hereby certifies as follows:

1. The name of the Corporation is TCS Commercial, Inc. The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on July 1, 2008 under the name TCS Acquisition Corporation.

2. Pursuant to Sections 242 and 245 of the Delaware General Corporation Law, as amended (the "DGCL"), this Amended and Restated Certificate of Incorporation restates, integrates and amends the provisions of the Certificate of Incorporation of the Corporation. This Amended and Restated Certificate of Incorporation was duly adopted by the Board of Directors of the Corporation in accordance with Sections 242 and 245 of the DGCL.

3. The text of the Corporation's Certificate of Incorporation as heretofore amended, restated or supplemented is hereby restated and amended to read in its entirety as follows:

ARTICLE ONE: The name of the Corporation is Raytheon TCS Commercial, Inc.

ARTICLE TWO: The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

ARTICLE THREE: The nature of the business to be conducted or promoted by and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware, as amended.

ARTICLE FOUR: The total number of shares of all classes of stock which the Corporation shall have authority to issue is five thousand (5,000) shares of Common Stock, par value \$.01 per share.

ARTICLE FIVE: The Board of Directors is authorized to adopt, amend or repeal the By-Laws of the Corporation.

ARTICLE SIX: The number of directors of the Corporation shall be determined in the manner set forth in the By-Laws of the Corporation. Election of directors need not be by written ballot.

ARTICLE SEVEN: No director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director: provided, that this provision shall not eliminate or limit the liability of a director (i) for any

breach of such director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law of the State of Delaware, as amended, or (iv) for any transaction, from which such director derived an improper personal benefit.

ARTICLE EIGHT: (a) Each person (and the heirs, executors or administrators of such person) who was or is a party or is threatened to be made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (hereinafter, a "proceeding"), by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another person (hereinafter, an "indemnitee") shall be indemnified and held harmless by the Corporation to the fullest extent permitted by the General Corporation Law of the State of Delaware, as amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than such law permitted the Corporation to provide prior to such amendment), against all expense, liability and loss (including attorneys' fees, judgments, fines, ERISA excise taxes or penalties and amounts paid in settlement reasonably incurred or suffered by such indemnitee in connection therewith).

(b) In addition to the right to indemnification conferred in this ARTICLE EIGHT, an indemnitee shall also have the right to be paid by the Corporation the expenses (including attorneys' fees) incurred in connection with any such proceeding as they are incurred and in advance of its final disposition to the fullest extent authorized by the General Corporation Law of the State of Delaware, as amended.

(c) The right to indemnification and the right to an advancement of expenses conferred in this ARTICLE EIGHT shall be contract rights that vest at the time such person's service to, or at the request of, the Company and such rights shall continue as to an indemnitee who has ceased to be a director or officer and shall inure to the benefit of such indemnitee's heirs, executors and administrators.

(d) The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director or officer of the Corporation, or is or was serving, at the request of the Corporation as a director or officer of another person against any expense, liability or loss incurred by such person in any such capacity or arising out of such person's status as such, whether or not the Corporation would have the power to indemnify such person against such liability under the General Corporation Law of the State of Delaware.

(e) The rights and authority conferred in this ARTICLE EIGHT shall not be exclusive of any other right which any person may otherwise have or hereafter acquire.

(f) None of the amendment or repeal of this ARTICLE EIGHT, the adoption of any provision of this Amended and Restated Certificate of Incorporation or the By-Laws of the Corporation or any modification of law, shall eliminate or reduce the effect of this ARTICLE EIGHT in respect of any acts or omissions occurring prior to such amendment, repeal, adoption or modification.

IN WITNESS WHEREOF, the Corporation has caused this Amended and Restated Certificate of Incorporation to be signed by Brooke M. Bartleson, its Assistant Secretary, on this 22nd day of November, 2010.

TCS Commercial, Inc.

By: /s/ Brooke M. Bartleson
Brooke M. Bartleson
Assistant Secretary