

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Boeing Management Company		12/16/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	The Boeing Company
Street Address:	2201 Seal Beach Boulevard
City:	Seal Beach
State/Country:	CALIFORNIA
Postal Code:	90740-1515
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 47

Property Type	Number	Word Mark
Registration Number:	3030037	307 STRATOLINER
Registration Number:	3032779	314 CLIPPER
Registration Number:	3303330	367-80
Registration Number:	2543227	717
Registration Number:	2567727	717
Registration Number:	1435484	727
Registration Number:	1435816	727
Registration Number:	3179789	727
Registration Number:	0857824	737
Registration Number:	1290308	737
Registration Number:	1435483	737
Registration Number:	1435814	737
Registration Number:	1441177	737

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Registration Number:	1916513	737
Registration Number:	0905785	747
Registration Number:	1290309	747
Registration Number:	1435482	747
Registration Number:	1436473	747
Registration Number:	1435813	747
Registration Number:	1441178	747
Registration Number:	1567008	
Registration Number:	4008373	
Registration Number:	1259937	757
Registration Number:	1290290	757
Registration Number:	1437291	757
Registration Number:	1916514	757
Registration Number:	1674980	757
Registration Number:	1435812	767
Registration Number:	1290291	767
Registration Number:	1435485	767
Registration Number:	1435541	767
Registration Number:	1445215	767
Registration Number:	3723865	767
Registration Number:	1832130	777
Registration Number:	1803762	777
Registration Number:	1857308	777
Registration Number:	1833400	777
Registration Number:	1887157	777
Registration Number:	3670450	777
Registration Number:	3558964	787
Registration Number:	3559200	787
Registration Number:	3962309	787 DREAMLINER
Serial Number:	85410014	737 MAX
Serial Number:	77373176	787
Serial Number:	77556856	787
Serial Number:	77556892	787
Serial Number:	77951617	VSOC VIRTUAL SHIELD

Fax Number: (206)359-9000
Phone: 205-359-8000
Email: pctrademarks@perkinscoie.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Andrea M. Sander, Perkins Coie LLP
Address Line 1: 1201 Third Avenue
Address Line 2: Suite 4800
Address Line 4: Seattle, WASHINGTON 98101

ATTORNEY DOCKET NUMBER:	03071.4500 MERGER RECORD
NAME OF SUBMITTER:	Andrea M. Sander, Attorney of Record
Signature:	/Andrea M. Sander/
Date:	02/06/2012

Total Attachments: 4

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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 CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"BOEING BUSINESS SERVICES COMPANY", A DELAWARE CORPORATION,
"BOEING MANAGEMENT COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "THE BOEING COMPANY" UNDER THE NAME OF "THE BOEING COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF DECEMBER, A.D. 2011, AT 11:03 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2011, AT 11:59 O'CLOCK P.M.


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

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9234971

DATE: 12-16-11

TRADEMARK
REEL: 004711 FRAME: 0099

CERTIFICATE OF OWNERSHIP

MERGING

**Boeing Management Company,
(a Delaware corporation)
and
Boeing Business Services Company,
(a Delaware corporation)**

INTO

**The Boeing Company
(a Delaware corporation)**

*(In accordance with the provisions of Section 253 of the
General Corporation Law of the State of Delaware)*

The undersigned, on behalf of The Boeing Company, a Delaware corporation (the "Corporation"), incorporated on July 19, 1934, desires: (i) to merge Boeing Management Company, incorporated in Delaware on August 13, 1999 ("BMC") and (ii) to merge Boeing Business Services Company, incorporated in Delaware on October 14, 1999 ("BBSC") (collectively, the "Merging Subsidiaries") with and into the Corporation with the Corporation as the surviving corporation in each case (collectively, the "Proposed Mergers"), pursuant to, in each case, the provisions of Section 253 of the Delaware General Corporation Law (the "DGCL").

DOES HEREBY CERTIFY:

FIRST: The Corporation owns 100% of the outstanding capital stock of the Merging Subsidiaries pursuant to the provisions of the DGCL; and

SECOND: The Board of Directors of the Corporation duly adopted resolutions on the 31st day of October, 2011, as set forth below, approving the merger of the Merging Subsidiaries with and into the Corporation:

WHEREAS, the following are wholly-owned subsidiaries of The Boeing Company, a Delaware corporation (the "Company"): (i) Boeing Management Company, a Delaware corporation ("BMC"), and (ii) Boeing Business Services Company, a Delaware corporation ("BBSC") (collectively, the "Merging Subsidiaries"); and

WHEREAS, the Company desires (i) to merge BMC into the Company and (ii) to merge BBSC into the Company, with the Company as the surviving corporation in each case (collectively, the "Proposed Mergers"); and

WHEREAS, the Company's management has described for the Board, and the Board has questioned the Company's management to its satisfaction regarding, the nature, purpose and implications of the Proposed Mergers; and

WHEREAS, the Board, based on the recommendation of the Finance Committee of the Company, deems it advisable and fair to, and in the best interest of, the Company and its stockholders to approve the Proposed Mergers.

NOW, THEREFORE, BE IT RESOLVED, that the Board, based upon the recommendation of the Finance Committee, deeming that the Proposed Mergers are advisable and fair to, and in the best interests of, the Company and its stockholders, authorizes and approves the Proposed Mergers; and

RESOLVED FURTHER, that the Proposed Mergers shall become effective at the dates and times set forth in the respective documents evidencing such mergers; and

RESOLVED FURTHER, that any Vice President, Treasurer, Secretary, Assistant Treasurer or Assistant Secretary of the Company (the "Authorized Officers") be, and each of them hereby is, authorized for and in the name of and on behalf of the Company to take, file, execute, verify, acknowledge and deliver any and all certificates and documents necessary or appropriate to effect the Proposed Mergers, and to do or cause to be done any and all other actions as they may deem necessary or advisable in order to consummate the Proposed Mergers and to pay all fees, expenses and costs incurred in connection therewith; and

RESOLVED FURTHER, that the Authorized Officers be, and each of them hereby is, authorized for and in the name of and on behalf of the Company to take, file, execute, verify, acknowledge and deliver any and all agreements, certificates and documents necessary or appropriate to effect the transfer of the rights and obligations of the Merging Subsidiaries to the Company as contemplated by the Proposed Mergers, including any required supplemental indentures, consents or other third-party agreements, and to do or cause to be done any and all other actions as they deem necessary or advisable in order to consummate such transfers and to pay all fees, expenses and costs incurred in connection therewith; and

RESOLVED FURTHER, that any and all actions taken by the Authorized Officers prior to the date hereof that are within the authority conferred herein are hereby ratified, confirmed and approved in all respects as the acts of the Company.


THIRD: This Certificate of Ownership shall be effective at 11:59 p.m. Eastern Time on Saturday, December 31, 2011.

FOURTH: That anything herein or elsewhere to the contrary notwithstanding, the merger may be amended or terminated and abandoned by the Board of Directors of the Corporation at any time prior to the time that such merger becomes effective.

IN WITNESS WHEREOF, the Corporation has caused its corporate seal to be affixed and this Certificate to be signed by an authorized officer this 12th day of December, 2011.

THE BOEING COMPANY

BY:



NAME: DAVID A. DOHNALEK

TITLE: VICE PRESIDENT