

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																										
NATURE OF CONVEYANCE:	MERGER																										
EFFECTIVE DATE:	03/15/2013																										
CONVEYING PARTY DATA																											
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Aero-instruments Co., LLC</td> <td></td> <td>03/15/2013</td> <td>CORPORATION: OHIO</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Aero-instruments Co., LLC		03/15/2013	CORPORATION: OHIO																
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CORRESPONDENCE DATA																											
<p>Fax Number: 2166960740  <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 216-861-7659        Email: clevelandip@bakerlaw.com        Correspondent Name: Melanie S. Corcoran        Address Line 1: 1900 East 9th Street        Address Line 2: Suite 3200        Address Line 4: Cleveland, OHIO 44114</p>																											
NAME OF SUBMITTER:	Melanie S. Corcoran																										
Signature:	/msc/																										

CH \$65.00 3437419

Date:

05/31/2013

**Total Attachments: 5**

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DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
03/18/2013	201307700087	MERGED OUT OF EXISTENCE (MEX)	.00	.00	.00	.00	.00

**Receipt**

This is not a bill. Please do not remit payment.

BAKER & HOSTETLER LLP  
 DENNIS B. ANGERS  
 1900 EAST 9TH STREET, STE 3200  
 COLUMBUS, OH 44114

# STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted

1242087

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**AERO-INSTRUMENTS CO., LLC**

and, that said business records show the filing and recording of:

Document(s)

**MERGED OUT OF EXISTENCE**

Document No(s):

**201307700087**

**Effective Date: 03/15/2013**



United States of America  
 State of Ohio  
 Office of the Secretary of State

Witness my hand and the seal of  
 the Secretary of State at Columbus,  
 Ohio this 18th day of March, A.D.  
 2013.

*Jon Husted*

Ohio Secretary of State



Form 551 Prescribed by:  
**JON HUSTED**  
Ohio Secretary of State

Central Ohio: (614) 466-3910  
Toll Free: (877) SOS-FILE (767-3453)  
www.OhioSecretaryofState.gov  
Busseerv@OhioSecretaryofState.gov

Makes checks payable to Ohio Secretary of State

Mail this form to one of the following:  
Regular Filing (non expedite)  
P.O. Box 1329  
Columbus, OH 43216

Expedite Filing (Two-business day processing  
time requires an additional \$100.00).  
P.O. Box 1390  
Columbus, OH 43216

**Certificate of Merger**  
Filing Fee: \$125  
(154-MER)

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan associations, limited liability companies, partnerships, limited partnerships and/or limited liability partnerships, desiring to effect a merger, set forth the following facts

**I. (Surviving) Entity**

A. Name of Entity Surviving the Merger

B. Name Change: As a result of this merger, the name of the surviving entity has changed to the following

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a (Please check the appropriate box and fill in the appropriate blanks)

1.  Domestic (Ohio entity)  Foreign (Non-Ohio Entity)

Jurisdiction of formation

2. Charter/Registration/License Number

(If licensed in Ohio as domestic or foreign)

3.  For-Profit Corporation

Nonprofit Corporation

For-Profit Limited Liability Company

Nonprofit Limited Liability Company

Partnership

Limited Partnership

Limited Liability Partnership

CLIENT SERVICE CENTER

2013 MAR 15 PM 12:37

RECEIVED  
SECRETARY OF STATE

**II. CONSTITUENT ENTITY**  
 Provide the name, Ohio charter/license/registration number, type of entity, jurisdiction of formation, for each entity merging out of existence. (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the additional merging entities).

Entity Name	Ohio Charter/License/Registration Number	Jurisdiction of Formation	Type of Entity
AERO-INSTRUMENTS CO., LLC	1242087	Ohio	LLC

**III. MERGER AGREEMENT ON FILE**  
 The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the merger agreement upon written request

TransDigm inc.  
 Name

1301 East 9th Street, Suite 3000  
 Mailing Address

Cleveland  
 City

Ohio  
 State

44114  
 Zip Code

**IV. EFFECTIVE DATE OF MERGER**

This merger is to be effective on 3/15/13 (The date specified must be on or after the date of the filing. If no date is specified, the date of filing will be the effective date of the merger).

**V. MERGER AUTHORIZED**  
 Each constituent entity has complied with the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and each person who signed the certificate on behalf of each entity is authorized to do so.

**VI. STATEMENT OF MERGER**

Upon filing this Certificate of Merger, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

**VII. STATUTORY AGENT - To be filed ONLY if the surviving entity is a foreign entity not licensed in Ohio.** If the surviving entity is a foreign entity NOT licensed to transact business in Ohio, provide the name and address of a statutory agent upon whom any process, notice or demand may be served.

\_\_\_\_\_

Name

\_\_\_\_\_

Mailing Address

\_\_\_\_\_

City

Ohio

State

\_\_\_\_\_

Zip Code

**Note:** The statutory agent must be an Ohio resident; an Ohio corporation; or a foreign corporation licensed to do business in Ohio and has an Ohio address.

**VIII. AMENDMENTS**

If a domestic corporation, limited liability company or limited partnership survives the merger, any amendments to the entity's articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger.

Amendments are attached

No Amendments

**IX. REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE**

If a domestic corporation or foreign corporation licensed to transact business in Ohio is a constituent entity and the surviving entity is not a domestic corporation or foreign corporation to be licensed in Ohio, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (H) of section 1701.86 division (G) of section 1702.47 of the Revised Code with respect to each domestic constituent corporation, and/or by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code with respect to each foreign constituent corporation licensed to transact business in Ohio.

**X. QUALIFICATION OR LICENSE OF FOREIGN SURVIVING ENTITY**

A surviving foreign entity that wishes to qualify in Ohio as part of the merger must file an additional form, as listed below, but no additional filing fee is required.

- Foreign Qualifying Corporation Form 530A or B and Certificate of Good Standing
- Foreign Notice (if qualifying entity is a foreign bank, savings bank, or savings and loan association) Form 552
- Foreign Qualifying Limited Liability Company Form 533B
- Foreign Qualifying Limited Partnership Form 531B
- Foreign Qualifying Limited Liability Partnership Form 537 and Evidence of Existence in Jurisdiction of Formation

The undersigned constituent entities (constituent entities include all merging and surviving entities) have caused this certificate of merger to be signed by their duly authorized officers, partners and representatives on the date(s) stated below

AERO - INSTRUMENTS CO., LLC

Name of entity

By: *[Signature]*  
Signature

Its: Sole Member, TransDigm Inc., by Its Executive Vice President and CFO  
Title

AEROCONTROLEX GROUP, INC.

Name of entity

By: *[Signature]*  
Signature

Its: Treasurer and Secretary  
Title

Name of entity

By:   
Signature

Its:   
Title

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate (ORC 1701.81(A), 1702.43 (A), 1705.38(A), 1776.70(A), 1782.433(A)). this includes all merging and surviving entities.