

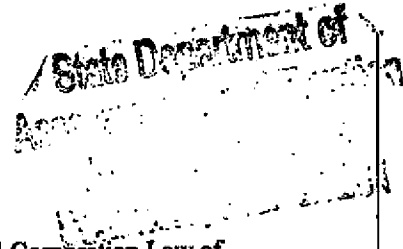
## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2010		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Entity Type		
	Estimation, Inc.		12/23/2010
	CORPORATION: MARYLAND		
RECEIVING PARTY DATA			
Name:	Maxwell Systems, Inc.		
Street Address:	1000 First Avenue		
Internal Address:	Suite 200		
City:	King of Prussia		
State/Country:	PENNSYLVANIA		
Postal Code:	19406		
Entity Type:	CORPORATION: PENNSYLVANIA		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	2104366	ESTIMATION
CORRESPONDENCE DATA			
Fax Number:	2159814750		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	215.981.4194		
Email:	kennedyp@pepperlaw.com, jensenc@pepperlaw.com, catalanot@pepperlaw.com		
Correspondent Name:	Paul J. Kennedy c/o Pepper Hamilton LLP		
Address Line 1:	3000 Two Logan Square		
Address Line 2:	18th and Arch Streets		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103		
NAME OF SUBMITTER:	Paul J. Kennedy		

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Signature:	/Paul J. Kennedy/
Date:	01/17/2014
Total Attachments: 3 source=Estimation to Maxwell merger#page1.tif source=Estimation to Maxwell merger#page2.tif source=Estimation to Maxwell merger#page3.tif	



DEC 27 2010

**ARTICLES OF MERGER**

Pursuant to Section 3-109 of the Maryland General Corporation Law of the Annotated Code of Maryland, the undersigned submit the following for filing:

1. Estimation, Inc., a Maryland corporation, and Maxwell Systems, Inc., a Pennsylvania corporation, each agree to merge.

2. The name and place of incorporation or organization of each corporation party to the merger are as follows:

<u>Name</u>	<u>Place of Incorporation/Organization</u>
Estimation, Inc.	Maryland
Maxwell Systems, Inc.	Pennsylvania

3. The name and place of incorporation of the successor corporation is as follows:

<u>Name</u>	<u>Place of Incorporation</u>
Maxwell Systems, Inc.	Pennsylvania

4. For each foreign corporation, the date of incorporation and date of registration to do business in Maryland is as follows:

<u>Name</u>	<u>Date of Incorporation</u>	<u>Date of Registration</u>
Maxwell Systems, Inc.	February 16, 1970	August 19, 2005

Maxwell Systems, Inc. is incorporated under general law of the laws of the Commonwealth of Pennsylvania.

5. The county in Maryland where each corporation party to the merger has its principal office is as follows:

<u>Name</u>	<u>County</u>
Estimation, Inc.	Anne Arundel
Maxwell Systems, Inc.	Baltimore City

6. The county in Maryland where each corporation party to the merger, other than the successor, owns an interest in land is as follows:

<u>Name</u>	<u>County</u>
Estimation, Inc.	N/A
Maxwell Systems, Inc.	N/A

7. The location of the successor corporation's principal office in the place where it is organized and the name and address of its resident agent in Maryland are as follows:

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- Maxwell System Inc.'s principal office address: 1000 First Avenue, Suite 200, King of Prussia, PA 19406.

8. The terms and conditions of the merger were advised, authorized, and approved by each corporation party to the merger, in the manner and by the vote required by its charter and the laws of the place where it is organized. The manner of approval was as follows:

- Estimation, Inc. – approved by Written Consent of the Board of Directors
- Maxwell Systems, Inc. – approved by Written Consent of the Board of Directors.

9. The corporate charter of the successor will not be amended as part of the merger.

10. The total number of authorized shares of stock of all classes of Maxwell Systems, Inc. is 3,000,000 shares, such shares being designated as follows: (i) 1,000,000 shares of common stock, par value \$0.001 per share (the "Common Stock"), and (ii) 2,000,000 shares of preferred stock, par value \$0.001 per share (the "Preferred Stock"), 1,600,000 of which are designated Series A Preferred Stock. The aggregate par value of the capital stock is \$3,000.

11. The total number of authorized shares of stock of all classes of Estimation, Inc. is 100,000 shares. There is only one class of stock, common stock. The par value of the Common Stock is \$0.10 per share. The aggregate par value of the Common Stock is \$10,000.

- Estimation, Inc. has one stockholder, Maxwell Systems, Inc., owning 100% of the issued and outstanding capital stock.


12. The manner and basis of converting or exchanging outstanding capital stock of the merging corporation into different stock of a corporation, are as follows:

There will be no conversion or exchange of capital stock. All of the issued and outstanding capital stock of Estimation, Inc. will be cancelled and the shares of Maxwell Systems, Inc. issued and outstanding immediately prior to the merger shall remain outstanding and unaffected.

13. The merger shall become effective 11:59:59 p.m. on December 31, 2010.

*(SIGNATURE PAGE FOLLOWS)*

IN WITNESS WHEREOF, Estimation, Inc. and Maxwell Systems, Inc., the parties to the merger, have caused these articles of merger to be signed in their respective names and on their behalf by their respective president and witnessed or attested by their respective secretary, as of the 22nd day of December, 2010.

Attest:  
By:   
Name: William Tobia  
Asst. Secretary

Estimation, Inc.  
By:   
Name: William Tobia  
Chief Financial Officer


THE UNDERSIGNED, authorized officer of Estimation, Inc. who executed on behalf of said limited liability company the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the act of said corporation and further certifies that, to the best of his/her knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

  
William Tobia

Attest:  
By:   
Name: William Tobia  
Asst. Secretary

Maxwell Systems, Inc.  
By:   
Name: William Tobia  
Chief Financial Officer

THE UNDERSIGNED, authorized officer of Maxwell Systems, Inc., who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

  
William Tobia