

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM315699

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2013		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
VIPS, Inc.		12/21/2012	CORPORATION: MARYLAND
RECEIVING PARTY DATA			
Name:	General Dynamics Information Technology, Inc.		
Street Address:	3211 Jermantown Road		
City:	Fairfax		
State/Country:	VIRGINIA		
Postal Code:	22030		
Entity Type:	CORPORATION: VIRGINIA		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	2560301	MEDMEASURES	
Registration Number:	3755309	SOURCEMEASURES	
Registration Number:	3755313	SOURCEVALUE	
Registration Number:	2438562	STARS	
Registration Number:	3094579	STARSENTINEL	
Registration Number:	3048500	VIPS	
Registration Number:	3048501	VIPS	
CORRESPONDENCE DATA			
Fax Number:	2023396052		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	202-625-3649		
Email:	valerie.purdy-pyeron@kattenlaw.com		
Correspondent Name:	Valerie Purdy-Pyeron, Paralegal		
Address Line 1:	2900 K Street, N.W.		
Address Line 2:	North Tower, Suite 200		
Address Line 4:	Washington, D.C. 20007-5118		
ATTORNEY DOCKET NUMBER:	320001-102 VIPS-GDIT ASSI		
NAME OF SUBMITTER:	Valerie A. Purdy-Pyeron, Paralegal		

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SIGNATURE:	/valerie a purdy-pyeron/
DATE SIGNED:	09/02/2014
Total Attachments: 9 source=VIPS - GDIT#page1.tif source=VIPS - GDIT#page2.tif source=VIPS - GDIT#page3.tif source=VIPS - GDIT#page4.tif source=VIPS - GDIT#page5.tif source=VIPS - GDIT#page6.tif source=VIPS - GDIT#page7.tif source=VIPS - GDIT#page8.tif source=VIPS - GDIT#page9.tif	

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ARTICLES OF MERGER
 OF
 VIPS, INC. *F191426-8*
 WITH AND INTO
 GENERAL DYNAMICS INFORMATION TECHNOLOGY, INC. *0227699-6*

December 21, 2012

To the State Corporation Commission
 Commonwealth of Virginia

The undersigned General Dynamics Information Technology, Inc., a Virginia corporation ("GDIT"), pursuant to Sections 13.1-716, 13.1-718 and 13.1-720 of the Virginia Stock Corporation Act (the "VSCA"), hereby executes and files the following Articles of Merger and sets forth the following:

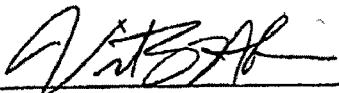
- A. The Agreement and Plan of Merger is attached hereto as Exhibit A.
- B. The Agreement and Plan of Merger was adopted by GDIT and VIPS, Inc., a Maryland corporation ("VIPS"), in accordance with Sections 13.1-716, 13.1-718 and 13.1-720 of the VSCA. VIPS shall be merged with and into GDIT, with GDIT surviving (the "Merger").
- C. The name of the surviving corporation to the Merger is General Dynamics Information Technology, Inc., a Virginia corporation. GDIT's Articles of Incorporation shall remain in effect after the Merger and will not be altered or amended by the Merger.
- D. The Agreement and Plan of Merger required the approval of both the Board of Directors and the sole shareholder of each GDIT and VIPS.
- E. On December 21, 2012, both the Board of Directors and sole shareholder of each GDIT and VIPS duly reviewed, approved and adopted the Agreement and Plan of Merger, each by a unanimous joint written consent.
- F. The effective date and time of the Merger will be January 1, 2013 at 12:01 a.m., Eastern time.
- G. The participation of VIPS, a Maryland corporation, in the Merger was duly authorized as required by the laws of Maryland.

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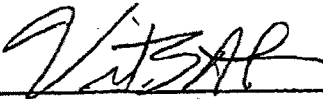
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IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be executed and filed by their authorized officer as of the date first written above.

GENERAL DYNAMICS INFORMATION TECHNOLOGY, INC., a Virginia corporation

By: 
Name: Vincent S. Antonacci
Title: Vice President and Assistant Secretary

VIPS, INC., a Maryland corporation

By: 
Name: Vincent S. Antonacci
Title: Vice President and Assistant Secretary

[SIGNATURE PAGE TO THE VIRGINIA ARTICLES OF MERGER]

1301010080

Exhibit A

Agreement and Plan of Merger

(see attached)

AGREEMENT AND PLAN OF MERGER
of
VIPS, INC.
with and into
GENERAL DYNAMICS INFORMATION TECHNOLOGY, INC.

December 21, 2012

This Agreement and Plan of Merger (this "Agreement"), dated as of December 21, 2012, is made pursuant to Sections 3-102, 3-105 and 3-109 of the Maryland General Corporation Law (the "MGCL") and Sections 13.1-716, 13.1-718 and 13.1-720 of the Virginia Stock Corporation Act (the "VSCA"), by and between ViPS, Inc., a Maryland corporation (the "Merged Corporation"), and General Dynamics Information Technology, Inc., a Virginia corporation (the "Surviving Corporation"). The Merged Corporation and the Surviving Corporation are sometimes referred to as a "Constituent Party" and collectively as the "Constituent Parties."

RECITALS

WHEREAS, the Constituent Parties desire that the Merged Corporation merge with and into the Surviving Corporation (the "Merger") upon the terms and subject to the conditions set forth herein and in accordance with the laws of the State of Maryland and the Commonwealth of Virginia;

WHEREAS, in the manner provided for in the MGCL, the Board of Directors of the Merged Corporation has: (i) reviewed this Agreement and the Merger, (ii) deemed this Agreement and the Merger to be advisable and in the best interests of the Merged Corporation, (iii) approved and adopted this Agreement and the Merger, and (iv) submitted for the consideration of, and recommended to, the sole stockholder the approval and adoption of the Agreement and the Merger;

WHEREAS, in the manner provided for in the MGCL, the sole stockholder of the Merged Corporation has: (i) reviewed this Agreement and the Merger, and (ii) approved and adopted this Agreement and the Merger;

WHEREAS, in the manner provided for in the VSCA, the Board of Directors of the Surviving Corporation has: (i) reviewed this Agreement and the Merger, (ii) deemed this Agreement and the Merger to be advisable and in the best interests of the Surviving Corporation, (iii) approved and adopted this Agreement and the Merger, and (iv) submitted for the consideration of, and recommended to, the sole shareholder the approval and adoption of the Agreement and the Merger;

WHEREAS, in the manner provided for in the VSCA, the sole shareholder of the Surviving Corporation has: (i) reviewed this Agreement and the Merger, and (ii) approved and adopted this Agreement and the Merger; and

NOW, THEREFORE, the Constituent Parties do hereby covenant and agree as follows:

ARTICLE I**Effective Time**

1.1 The effective date and time of the Merger will be January 1, 2013 at 12:01 a.m., Eastern time (the "Effective Time").

ARTICLE II**The Merger**

At the Effective Time, the Constituent Parties agree that the following actions shall be taken:

2.1 In accordance with the applicable provisions of the MGCL and VSCA, the Merged Corporation shall be merged with and into the Surviving Corporation, and the Surviving Corporation shall be the survivor of the Merger.

2.2 The separate existence of the Merged Corporation shall cease, except insofar as it may be continued by statute or in order to carry out the purposes of this Agreement. All of the Merged Corporation's: (i) rights, franchises and interests in and to all types of assets, properties and choses in action, (ii) employees, and (iii) liabilities and obligations, shall be transferred to and vested in the Surviving Corporation by virtue of the Merger, without further act or deed, and all claims, demands, properties and other interests of the Merged Corporation shall be the property of the Surviving Corporation.

2.3 The Articles of Incorporation and Bylaws of the Surviving Corporation shall remain in effect and are not amended by the Merger.

2.4 The address of the Surviving Corporation shall be 3211 Jermantown Road, Fairfax, Virginia 22030.

2.5 The Constituent Parties each intend and agree that, for income tax purposes, the Merger shall constitute a "statutory merger or consolidation," within the meaning of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended, and all parallel provisions of applicable state and local law, of the Merged Corporation and the Surviving Corporation, with the Surviving Corporation surviving the Merger, and that this Agreement constitutes the "plan of reorganization" adopted by the Constituent Parties.

ARTICLE III**Effects of the Merger**

3.1 All shares of stock of the Merged Corporation shall be cancelled at the Effective Time and shall not be converted into shares of stock of the Surviving Corporation. Neither the Merged Corporation nor its stockholders shall receive any cash, property, rights or securities.

3.2 None of the shares of stock of the Surviving Corporation outstanding at the Effective Time shall be converted or exchanged as a result of the Merger, and all of such shares of stock of the Surviving Corporation that are outstanding at the Effective time shall remain outstanding immediately after the Effective Time.

ARTICLE IV

Further Assurances

4.1 If at any time the Surviving Corporation shall consider or be advised that any further assignment or assurance in law is necessary or desirable to vest in the Surviving Corporation the title to any asset, property or right of the Merged Corporation, then the proper officers of the Merged Corporation shall execute all such proper assignments and assurances in law and do all things necessary or proper to effectuate such vesting and the Merger.

ARTICLE V

Amendment and Termination

5.1 At any time prior to the Effective Time, this Agreement may be amended, to the fullest extent permitted by applicable law, by an agreement in writing unanimously approved by all the stockholders of the Merged Corporation and all of the shareholders of the Surviving Corporation.

5.2 Notwithstanding approval and adoption of this Agreement by the Constituent Parties and their respective sole stockholder, this Agreement may be terminated and the Merger abandoned at any time prior to the Effective Time by mutual consent of the Constituent Parties.

ARTICLE VI

Governing Law


6.1 This Agreement shall be governed by and construed in accordance with the laws of the Commonwealth of Virginia without giving effect to any law or rule that would cause the laws of any jurisdiction other than the Commonwealth of Virginia to be applied.

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IN WITNESS WHEREOF, the Constituent Parties have caused this Agreement and Plan of Merger to be duly executed on the date first written above.

**GENERAL DYNAMICS
INFORMATION TECHNOLOGY, INC.,**
a Virginia corporation

By: 
Name: Vincent S. Antonacci
Title: Vice President and Assistant Secretary

VIPS, INC.,
a Maryland corporation

By: 
Name: Vincent S. Antonacci
Title: Vice President and Assistant Secretary

[SIGNATURE PAGE TO THE AGREEMENT AND PLAN OF MERGER]

0227699 - 6

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, DECEMBER 27, 2012

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The State Corporation Commission finds the accompanying articles submitted on behalf of
General Dynamics Information Technology, Inc.

comply with the requirements of law and confirms payment of all required fees. Therefore, it is
ORDERED that this

CERTIFICATE OF MERGER

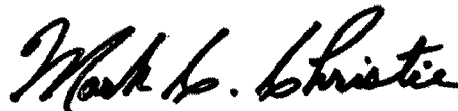
be issued and admitted to record with the articles of merger in the Office of the Clerk of the
Commission, effective January 1, 2013, at 12:01 AM. Each of the following:

VIPS, Inc.

is merged into General Dynamics Information Technology, Inc., which continues to exist under
the laws of VIRGINIA with the name General Dynamics Information Technology, Inc., and the
separate existence of each non-surviving entity ceases.

STATE CORPORATION COMMISSION

By



Mark C. Christie
Commissioner

MERGACPT
CIS0368
12-12-21-1246

TRADEMARK
REEL: 005354 FRAME: 0853

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of the certificate of merger of General Dynamics Information Technology, Inc. issued January 01, 2013.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
January 22, 2013*

Joel H. Peck
Joel H. Peck, Clerk of the Commission

CIS0502