

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM324897

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Blackbird Technologies, Inc.		11/07/2014	CORPORATION: VIRGINIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Raytheon Blackbird Technologies, Inc.		
<b>Street Address:</b>	13900 Lincoln Park Dr., Suite 400		
<b>City:</b>	Herndon		
<b>State/Country:</b>	VIRGINIA		
<b>Postal Code:</b>	20171		
<b>Entity Type:</b>	CORPORATION: VIRGINIA		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2389589	BLACKBIRD TECHNOLOGIES	
<b>Registration Number:</b>	2348587	BLACKBIRD TECHNOLOGIES, INC.	
<b>Registration Number:</b>	3705784	OUTLAW	
<b>Registration Number:</b>	4126143	BLACKBIRD TECHNOLOGIES	
<b>Registration Number:</b>	4126144	BLACKBIRD	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7815226466		
<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>			
<b>Phone:</b>	781-522-3051		
<b>Email:</b>	kate_e_emerson@raytheon.com		
<b>Correspondent Name:</b>	Kate Emerson c/o Raytheon Company		
<b>Address Line 1:</b>	870 Winter Street		
<b>Address Line 4:</b>	Waltham, MASSACHUSETTS 02451-1449		
<b>ATTORNEY DOCKET NUMBER:</b>	BLACKBIRD		
<b>NAME OF SUBMITTER:</b>	Kate Emerson		
<b>SIGNATURE:</b>	/Kate Emerson/		
<b>DATE SIGNED:</b>	12/03/2014		
<b>Total Attachments: 7</b>			
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CH \$140.00 2389589

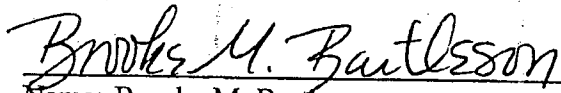
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**ARTICLES OF RESTATEMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
BLACKBIRD TECHNOLOGIES, INC.**

The undersigned, on behalf of the corporation set forth below, pursuant to Title 13.1, Chapter 9, Article 11 of the Code of Virginia, states as follows:

1. The name of the corporation immediately prior to the restatement is: Blackbird Technologies, Inc.
2. The restatement contains amendments to the articles of incorporation of the corporation and changes the name of the corporation to Raytheon Blackbird Technologies, Inc.
3. The text of the articles of incorporation of the corporation, as so amended and restated, is set forth in Exhibit A attached hereto.
4. The amendment and restatement of the articles of incorporation was adopted by the corporation on November 6, 2014, and was approved and adopted by the unanimous consent of the sole shareholder of the corporation.

These Articles of Restatement are executed in the name of Blackbird Technologies, Inc. on the 7th day of November, 2014, by:

  
Name: Brooke M. Bartleson  
Title: Assistant Secretary

SCC ID No. 0498687-3

**Exhibit A**

**Amended and Restated Articles of Incorporation of Blackbird Technologies, Inc.**

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
RAYTHEON BLACKBIRD TECHNOLOGIES, INC.**

**ARTICLE 1  
NAME**

The name of the corporation is Raytheon Blackbird Technologies, Inc. (the "Corporation").

**ARTICLE 2  
CORPORATE PURPOSE AND POWERS**

The purpose of the Corporation is to engage in any and all lawful business or activity, not required to be specifically stated in these Amended and Restated Articles of Incorporation (these "Articles of Incorporation"), for which a corporation may be organized under the Virginia Stock Corporation Act.

**ARTICLE 3  
CAPITAL STOCK**

A. The total number of shares of stock which the Corporation shall have authority to issue shall be 1,000 shares of common stock, par value \$0.01 per share ("Common Stock"), which shall be the only voting shares.

B. Except as otherwise required by applicable law, each holder of Common Stock shall be entitled to one (1) vote for each share of Common Stock held by such holder.

C. At the time that these Articles of Incorporation become effective (the "Effective Time"), all of the shares of capital stock of the Corporation issued and outstanding immediately prior to the Effective Time, which consist of (i) 22,500,000 shares of voting common stock, no par value, and (ii) 7,500,000 shares of non-voting common stock, no par value, shall be automatically reclassified and exchanged, in the aggregate, into 1,000 shares of validly issued, fully paid and non-assessable shares of Common Stock, which shares of Common Stock shall be the only shares issued and outstanding as of the Effective Time and held by the sole shareholder of the Corporation, without any further action by the Corporation or any holder thereof.

**ARTICLE 4  
BOARD OF DIRECTORS**

A. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of, the Board of Directors.

B. The number of directors which shall constitute the whole Board of Directors shall be at least one. The number may be increased or decreased and fixed by resolution of the

majority of the holders of the outstanding shares of capital stock of the Corporation entitled to vote in the election of directors.

C. Any director may be removed from office at any time, with or without cause, but only by the affirmative vote of at least a majority of the holders of the outstanding shares of capital stock of the Corporation entitled to vote in the election of directors.

## **ARTICLE 5**

### **PREEMPTIVE AND APPRAISAL RIGHTS**

Except as may be set forth in any written agreement between the Corporation and one or more of its shareholders, no holder of outstanding shares of any class shall have any preemptive right with respect to (a) any shares of any class of the Corporation, whether now or hereafter authorized, (b) any warrants, rights or options to purchase any such shares, or (c) any obligations convertible into or exchangeable for any such shares or into warrants, rights or options to purchase any such shares. To the fullest extent that the Virginia Stock Corporation Act permits the limitation or elimination of appraisal rights for any class or series of shares, no shareholder of the Corporation shall have appraisal rights. If the laws of the Commonwealth of Virginia are hereafter amended to authorize corporate action further eliminating or limiting appraisal rights, then appraisal rights shall be eliminated or limited to the fullest extent then permitted.

## **ARTICLE 6**

### **BYLAWS**

In furtherance and not in limitation of the power conferred by statute, the Board of Directors is expressly authorized to adopt, make, alter, amend and repeal the Bylaws of the Corporation, subject to any limitations contained therein.

## **ARTICLE 7**

### **LIMITATION OF LIABILITY**

To the fullest extent that the Virginia Stock Corporation Act permits the limitation or elimination of the liability of directors or officers, a director or officer of the Corporation shall not be liable to the Corporation or its shareholders for monetary damages. No amendment to or repeal of this Article 7 shall apply to or have any effect on the liability or alleged liability of any director or officer for or with respect to any acts or omissions of such director or officer occurring prior to such amendment or repeal. If the laws of the Commonwealth of Virginia are hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors or officers, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent then permitted.

## **ARTICLE 8**

### **INDEMNIFICATION**

The Corporation shall indemnify and shall advance expenses to its officers and directors to the fullest extent permitted by law from time to time in effect. Without limiting the generality

of the foregoing, the Corporation may provide for indemnification and advancement of expenses to the Corporation's employees and agents on such terms and conditions as the Board of Directors may from time to time deem appropriate or advisable.

#### **ARTICLE 9**

#### **SHAREHOLDER ACTION WITHOUT A MEETING**

Any action required or permitted to be adopted or taken at a shareholders' meeting may be adopted or taken without a meeting, and without prior notice, if consents in writing setting forth the action so adopted or taken are signed by the holders of outstanding shares having not less than the minimum number of votes that would be required to adopt or take the action at a meeting at which all shares entitled to vote on the action were present and voted.

#### **ARTICLE 10**

#### **SEVERABILITY**

In the event that all, some or any part of any provision contained in these Articles of Incorporation shall be found by any court of competent jurisdiction to be illegal, invalid or unenforceable (as against public policy or otherwise), such provision shall be enforced to the fullest extent permitted by law and shall be construed as if it had been narrowed only to the extent necessary so as not to be invalid, illegal or unenforceable; the validity, legality and enforceability of the remaining provisions of these Articles of Incorporation shall continue in full force and effect and shall not be affected or impaired by such illegality, invalidity or unenforceability of any other provision (or any part or parts thereof) of these Articles of Incorporation. If and to the extent that any provision contained in these Articles of Incorporation that is not required by the Virginia Stock Corporation Act to be contained in these Articles of Incorporation violates any rule of a securities exchange or automated quotation system on which securities of the Corporation are traded, the Board of Directors is authorized, in its sole discretion, to suspend or terminate such provision for such time or periods of time and subject to such conditions as the Board of Directors shall determine in its sole discretion.

#### **ARTICLE 11**

#### **AMENDMENT**

Any amendment to these Articles of Incorporation shall be made in accordance with the Virginia Stock Corporation Act.

#### **ARTICLE 12**

#### **ELECTIONS UNDER VIRGINIA STOCK CORPORATION ACT**

Pursuant to Section 13.1-727.B.4 of the Virginia Stock Corporation Act, the Corporation shall not be governed by Article 14 (*Affiliated Transactions*) of the Virginia Stock Corporation Act. Pursuant to Section 13.1-728.2 of the Virginia Stock Corporation Act, Article 14.1 (*Control Share Acquisitions*) of the Virginia Stock Corporation Act shall not apply to acquisitions of shares of the Corporation.

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

AT RICHMOND, NOVEMBER 7, 2014

The State Corporation Commission has found the accompanying articles submitted on behalf of  
Raytheon Blackbird Technologies, Inc. (formerly BLACKBIRD  
TECHNOLOGIES, INC. )

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

CERTIFICATE OF RESTATEMENT

be issued and admitted to record with the articles of restatement in the Office of the Clerk of the  
Commission, effective November 7, 2014.

The corporation is granted the authority conferred on it by law in accordance with the articles,  
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Judith Williams Jagdmann  
Commissioner



# 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 restatement of Raytheon Blackbird Technologies, Inc. issued November 07, 2014.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:  
November 10, 2014*

*Joel H. Peck*

*Joel H. Peck, Clerk of the Commission*