

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM363265

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	09/29/2015

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Abraxas Corporation		09/29/2015	CORPORATION: VIRGINIA

**RECEIVING PARTY DATA**

<b>Name:</b>	Cubic Global Defense, Inc.
<b>Street Address:</b>	9333 Balboa Avenue
<b>City:</b>	San Diego
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92123
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
<b>Registration Number:</b>	3170425	ABRAXAS CORPORATION
<b>Registration Number:</b>	3475760	A

**CORRESPONDENCE DATA**

Fax Number: 6197026859

*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.*

Phone: 6196853055

Email: jenkins@scmv.com

Correspondent Name: Seltzer Caplan McMahon Vitek

Address Line 1: 750 B Street, Suite 2100

Address Line 4: San Diego, CALIFORNIA 92101

<b>NAME OF SUBMITTER:</b>	Emma Jenkins
<b>SIGNATURE:</b>	/EJJ/
<b>DATE SIGNED:</b>	11/20/2015

**Total Attachments: 4**

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**CERTIFICATE OF MERGER**

**OF**

**ABRAXAS CORPORATION**  
(a Virginia corporation)

**AND**

**CUBIC APPLICATIONS, INC.**  
(a California corporation)

**WITH AND INTO**

**CUBIC GLOBAL DEFENSE, INC.**  
(a Delaware corporation)

It is hereby certified that:

1. Cubic Global Defense, Inc. is a corporation organized and existing under the laws of the State of Delaware ("Global").
2. Abraxas Corporation is a corporation organized and existing under the laws of the State of Virginia, authorized to issue one class of stock, consisting of 100 shares of common stock, par value \$.01 per share, of which the total number of issued and outstanding shares of common stock is 100 shares (the "Virginia Subsidiary").
3. Cubic Applications, Inc. is a corporation organized and existing under the laws of the State of California, authorized to issue one class of stock, consisting of 10,000 shares of common stock, no par value, of which the total number of issued and outstanding shares of common stock is 1,000 shares (the "California Subsidiary").
4. Global, the Virginia Subsidiary and the California Subsidiary are all subsidiaries of Cubic Corporation.
5. An Agreement of Merger (the "Merger Agreement"), dated as of September 29, 2015, among Global, the Virginia Subsidiary and the California Subsidiary has been approved, adopted, certified, executed and acknowledged by Global, the Virginia Subsidiary and the California Subsidiary in accordance with the provisions of Section 252 of the General Corporation Law of the State of Delaware, Sections 13.1-716 and 13.1-721 of the Virginia Stock Corporation Act and Sections 1107 and 1108 of the California Corporations Code.

6. The Merger Agreement was approved by Cubic Corporation, the sole stockholder of Global, the Virginia Subsidiary and the California Subsidiary, on September 29, 2015.

7. Each of the Virginia Subsidiary and the California Subsidiary hereby merges with and into Global, with Global being the surviving corporation. The name of the surviving corporation in the merger herein certified is "Cubic Global Defense, Inc.", which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

8. The Certificate of Incorporation of Global in effect as of the date of the merger shall be the Certificate of Incorporation of the surviving corporation unless and until amended in accordance with its terms and applicable law.

9. The executed Merger Agreement is on file at the principal place of business of Global, the address of which is as follows:

Cubic Global Defense, Inc.  
2280 Historic Decatur Road, Suite 200  
San Diego, California 92106


10. Global will furnish a copy of the Merger Agreement, on request and without cost, to any stockholder of Global, the Virginia Subsidiary or the California Subsidiary, as applicable.

11. This Certificate of Merger shall become effective upon the filing thereof with the Office of the Secretary of State of the State of Delaware.


*[Signature page follows]*

IN WITNESS HEREOF, each party has caused this certificate to be signed by its  
and Secretary this 29<sup>th</sup> day of September, 2015.


**CUBIC GLOBAL DEFENSE, INC.**

By:   
Name: James R. Edwards  
Title: Secretary

**CUBIC APPLICATIONS, INC.**

By:   
Name: James R. Edwards  
Title: Secretary

**ABRAXAS CORPORATION**

By:   
Name: James R. Edwards  
Title: Secretary

STATE OF DELAWARE  
CERTIFICATE OF CORRECTION

Cubic Global Defense, Inc., a  
corporation organized and existing under and by virtue of the General Corporation Law of  
the State of Delaware.

DOES HEREBY CERTIFY:

1. The name of the corporation is Cubic Global Defense, Inc.
2. That a Certificate of Merger  
(Title of Certificate Being Corrected)  
was filed by the Secretary of State of Delaware on 09/29/2015  
and that said Certificate requires correction as permitted by Section 103 of the  
General Corporation Law of the State of Delaware.


3. The inaccuracy or defect of said Certificate is: (must be specific)

The principal place of business address in which the Agreement of  
Merger is on file at was listed incorrectly.

4. Article 9 of the Certificate is corrected to read as follows:

The executed Merger Agreement is on file at the principal place of business of Global,  
the address of which is as follows:  
Cubic Global Defense, Inc.  
9333 Balboa Avenue, San Diego, CA 92123

IN WITNESS WHEREOF, said corporation has caused this Certificate of Correction  
this 1st day of October, A.D. 2015.

By:   
Authorized Officer

Name: James R. Edwards

Print or Type

Title: Secretary