

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM464732

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Amalgamation		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Vector Aerospace Helicopter Services Inc.		03/01/2018	Corporation:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Standard Aero Limited		
<b>Street Address:</b>	360 Main St., 30th Floor		
<b>City:</b>	Winnipeg MB		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	R3C 4G1		
<b>Entity Type:</b>	Corporation: CANADA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2878659	PATHIX	
<b>Registration Number:</b>	2878660	PATHIX	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>Email:</b>	trianai@gtlaw.com		
<b>Correspondent Name:</b>	Isabel Triana		
<b>Address Line 1:</b>	2101 L ST NW SUITE 1000		
<b>Address Line 4:</b>	Washington, D.C. 20037		
<b>ATTORNEY DOCKET NUMBER:</b>	126224-020000		
<b>NAME OF SUBMITTER:</b>	Isabel Triana		
<b>SIGNATURE:</b>	/Isabel Triana/		
<b>DATE SIGNED:</b>	03/07/2018		
<b>Total Attachments: 5</b>			
source=Certificate and Articles of Amalgamation (March 1 2018) - Standard Aero Limited_ Standaero Limitee (3)#page1.tif			
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(3)#page3.tif

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(3)#page4.tif

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## Certificate of Amalgamation

*Canada Business Corporations Act*

## Certificat de fusion

*Loi canadienne sur les sociétés par actions*

STANDARD AERO LIMITED  
STANDAERO LIMITÉE

Corporate name / Dénomination sociale

1065822-7

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

JE CERTIFIE que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Virginie Ethier

Director / Directeur

2018-03-01

Date of Amalgamation (YYYY-MM-DD)  
Date de fusion (AAAA-MM-JJ)



**Canada Business Corporations Act (CBCA)**  
**FORM 9**  
**ARTICLES OF AMALGAMATION**  
**(Section 185)**

**1 - Corporate name of the amalgamated corporation**  
STANDARD AERO LIMITED / STANDAERO LIMITÉE

**2 - The province or territory in Canada where the registered office is situated (do not indicate the full address)**  
Manitoba

**3 - The classes and any maximum number of shares that the corporation is authorized to issue**  
An unlimited number of common shares

**4 - Restrictions, if any, on share transfers**  
See attached schedule of restrictions on share transfers.

**5 - Minimum and maximum number of directors (for a fixed number of directors, indicate the same number in both boxes)**  
Minimum number  Maximum number

**6 - Restrictions, if any, on the business the corporation may carry on**  
None.

**7 - Other provisions, if any**  
See attached schedule of other provisions.

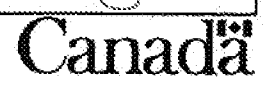
**8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:**

<input type="radio"/> 183 - Long form: approved by special resolution of shareholders	<input checked="" type="radio"/> 184(1) - Vertical short-form: approved by resolution of directors	<input type="radio"/> 184(2) - Horizontal short-form: approved by resolution of directors
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**9 - Declaration**  
I hereby certify that I am a director or an authorized officer of the following corporation:

Name of the amalgamating corporations	Corporation number	Signature
STANDARD AERO LIMITED		
STANDAERO LIMITÉE	1047847-4	
Vector Aerospace Helicopter		
Services Inc.	0427841-1	

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or to both (subsection 250(1) of the CBCA).



**SCHEDULE OF RESTRICTIONS OF SHARE TRANSFERS ATTACHED TO AND  
FORMING PART OF THE ARTICLES**

**OF**

**STANDARD AERO LIMITED  
STANDAERO LIMITÉE  
(the "Corporation")**

No share shall be transferred without either (i) the consent of the directors of the Corporation given in accordance with this paragraph; or (ii) the consent of shareholders holding shares which carry more than 50% of the voting right of all shares outstanding and entitled to vote at such time given in accordance with this paragraph. The consent of the directors of the Corporation under (i) above shall be expressed by a resolution passed by the directors of the Corporation or by an instrument or instruments in writing signed by all of the directors of the Corporation. The consent of the shareholders under (ii) above shall be expressed by a resolution passed by such shareholders or by an instrument or instruments in writing signed by such shareholders.

**SCHEDULE OF OTHER PROVISIONS ATTACHED TO AND FORMING PART OF  
THE ARTICLES**

**OF**

**STANDARD AERO LIMITED  
STANDAERO LIMITÉE  
(the "Corporation")**

1. The number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to not more than 50, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder.
2. Any invitation to the public to subscribe for any securities of the Corporation is prohibited.
3. The directors of the Corporation may appoint one or more directors of the Corporation but the total number of directors so appointed may not exceed one third of the number of directors elected at the previous annual meeting of shareholders of the Corporation. Any directors of the Corporation appointed pursuant to the previous sentence shall hold office for a term expiring no later than the close of the next annual meeting of shareholders.



**Form 2**  
**Initial Registered Office Address  
and First Board of Directors**  
*Canada Business Corporations Act  
(CBCA) (s. 19 and 106)*

**Formulaire 2**  
**Siège social initial et premier  
conseil d'administration**  
*Loi canadienne sur les sociétés par  
actions (LCSA) (art. 19 et 106)*

1 Corporate name  
Dénomination sociale  
**STANDARD AERO LIMITED  
STANDAERO LIMITÉE**

2 Address of registered office  
Adresse du siège social  
**360 Main St., 30th Floor  
Winnipeg MB R3C 4G1**

3 Additional address  
Autre adresse

4 Members of the board of directors  
Membres du conseil d'administration

		Resident Canadian Résident Canadien
Michael Robert Scott	92 Overwater Cove, Winnipeg MB R3R 3J5, Canada	Yes / Oui
Brent Fawkes	105 Westchester Drive, Winnipeg MB R3P 2G2, Canada	Yes / Oui
Russell W. Ford	8300 N. Canta Redondo, Paradise Valley AZ 85253, United States	No / Non

5 Declaration: I certify that I have relevant knowledge and that I am authorized to sign this form.  
Déclaration : J'atteste que je possède une connaissance suffisante et que je suis autorisé(e) à signer le présent formulaire.

Original signed by / Original signé par  
**Diane M. Roseborough**

**Diane M. Roseborough**  
**(480) 377-3182**

Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ et d'un emprisonnement maximal de six mois, ou l'une de ces peines (paragraphe 250(1) de la LCSA).

You are providing information required by the CBCA. Note that both the CBCA and the *Privacy Act* allow this information to be disclosed to the public. It will be stored in personal information bank number IC/PPU-049.

Vous fournissez des renseignements exigés par la LCSA. Il est à noter que la LCSA et la *Loi sur les renseignements personnels* permettent que de tels renseignements soient divulgués au public. Ils seront stockés dans la banque de renseignements personnels numéro IC/PPU-049.