

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM589881

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Aerospace Optics, Inc.		12/16/2014	Corporation: TEXAS
RECEIVING PARTY DATA			
Name:	Applied Avionics, Inc.		
Street Address:	3201 Sandy Lane		
City:	Fort Worth		
State/Country:	TEXAS		
Postal Code:	76112		
Entity Type:	Corporation: TEXAS		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	1631423	VIVISUN	
Registration Number:	2845512		
Registration Number:	3656728	LR3	
Registration Number:	5087142	NEXSYS	
CORRESPONDENCE DATA			
Fax Number:	9726283616		
<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:	972-628-3600		
Email:	trademarks@munckwilson.com		
Correspondent Name:	Amanda K. Greenspon		
Address Line 1:	12770 Coit Rd., 600 Banner Place Tower		
Address Line 2:	Docket Clerk		
Address Line 4:	Dallas, TEXAS 75251		
ATTORNEY DOCKET NUMBER:	AERO01-004/015/050/070		
NAME OF SUBMITTER:	Amanda K. Greenspon		
SIGNATURE:	/AKG-sac/		
DATE SIGNED:	08/03/2020		
Total Attachments: 7			

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AMENDED AND RESTATED
CERTIFICATE OF FORMATION
FOR
AEROSPACE OPTICS, INC.

Corporations Section

Aerospace Optics, Inc. (the "Corporation"), a corporation organized and existing under the Texas Business Organizations Code ("TBOC"), does hereby certify:

1. The name of the filing entity is Aerospace Optics, Inc.
2. The filing entity is a corporation.
3. The original Articles of Incorporation of Aerospace Optics, Inc. were filed on June 14, 1968, Filing Number 24814000, with the office of the Secretary of State of the State of Texas (as amended to date, the "Original Articles").
4. Articles of Amendment to the Articles of Incorporation of Aerospace Optics, Inc. were filed on September 25, 1981 with the office of the Secretary of State of the State of Texas.
5. Articles of Merger of Conti Industries, Inc. into Aerospace Optics, Inc. were filed on March 30, 1992 with the office of the Secretary of State of the State of Texas.
6. A Statement of Cancellation of Treasury Shares of Aerospace Optics, Inc. was filed on August 18, 1992 with the office of the Secretary of State of the State of Texas.
7. Articles of Amendment to Articles of Incorporation of Aerospace Optics, Inc. were filed on August 19, 1992 with the office of the Secretary of State of the State of Texas.
8. This Amended and Restated Certificate of Formation makes new amendments to the Original Articles. The Original Articles are amended and restated in their entirety to, among other things, (a) change the name of the Company to "Applied Avionics, Inc.;" (b) re-designate 2,800,000 shares of the 3,000,000 shares of capital stock that is currently designated as common stock, par value \$0.01 per share, as voting common stock, par value \$0.01 per share, (c) create a new non-voting common stock, par value \$0.01 per share, that will have the same rights and privileges as, and rank equally and share ratably with, the voting common stock in all respects, except that the non-voting common stock will have no voting rights other than as required by the TBOC; (d) designate 200,000 shares of capital stock as non-voting common stock, par value \$0.01 per share, (e) eliminate the information regarding the incorporator, as permitted by the TBOC; (f) clarify that the Board of Directors will be composed of not less than one nor more than seven directors; (g) update the information regarding the members of the Board of Directors; (h) clarify that elections of directors need not be by written ballot; (i) limit the personal liability of the directors of the Corporation; (j) establish the Corporation's indemnification obligations with respect to its directors, officers and others; (k) clarify that the shareholders do not have any preferential rights with respect to shares of capital stock, or securities convertible or exchangeable into shares of capital stock; (l) establish the rights and obligations of the Board of Directors with respect to transactions in which one or more directors has an interest; (m) authorize shareholders to take actions by written consent; (n) establish the

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Secretary of State

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right of the Board of Directors to amend the Bylaws of the Corporation; and (o) renumber and modify the articles in the Original Articles. The full text of each of the foregoing amendments is contained in the Amended and Restated Certificate of Formation attached hereto as Exhibit A.


9. Each new amendment contained herein has been made in accordance with the TBOC. Each amendment has been approved in the manner required by the TBOC and by the governing documents of the Corporation. The Amended and Restated Certificate of Formation attached hereto as Exhibit A: (a) accurately states the text of the Original Articles being restated and each amendment to the Original Articles that is in effect, as further amended by this Amended and Restated Certificate of Formation, and (b) does not contain any other change in the Original Articles except for information permitted to be omitted by the provisions of the TBOC applicable to the Corporation.

10. This document becomes effective when filed with the Texas Secretary of State:

The undersigned affirms that the person designated as registered agent in the Amended and Restated Certificate of Formation has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

IN WITNESS WHEREOF, the undersigned has executed this Amended and Restated Certificate of Formation as of the 16th day of December, 2014.

AEROSPACE OPTICS, INC. a Texas corporation

By: 
Name: Matt Hawkins
Title: Corporate Secretary

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EXHIBIT A
AMENDED AND RESTATED
CERTIFICATE OF FORMATION
FOR
APPLIED AVIONICS, INC.

ARTICLE ONE
NAME

The name of the corporation is Applied Avionics, Inc. (the "Corporation").

ARTICLE TWO
DURATION

The period of duration of the Corporation is perpetual.

ARTICLE THREE
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is 3201 Sandy Lane, Fort Worth, Texas 76112, and the name of its registered agent at such address is Matthew E. Hawkins.

ARTICLE FOUR
PURPOSE

The purposes for which this Corporation is organized are as follows:

1. To design, engineer, build, fabricate and manufacture instruments and components dealing with optics, lighting and electronics.
2. To manufacture, buy, sell, lease, trade and repair instruments of every kind and character, component parts in connection with optics, lighting and electronics, and equipment of all kinds and description; buying and selling the same on commission or as owners; designing and installing the same; and transacting all other business necessary or convenient in connection therewith.
3. To manufacture, buy, sell, deal in, and to engage in, conduct and carry on the business of manufacturing, buying, selling, and dealing in goods, wares, and merchandise of every class and description.
4. To make, enter into, perform and carry out contracts of every kind and description with any person, firm or association, corporation or government or sub-division thereof.
5. To conduct its business in any and all of its branches and maintain offices both within and without the State of Texas into any and all States of the United States of America, and

the District of Columbia, in any or all territories, dependencies, colonies or possessions of the United States of America, and in foreign countries.

6. To apply for, register, obtain, purchase, lease, take licenses in respect of, or otherwise acquire, and to hold, own, use, operate, develop, enjoy, turn to account, grant licenses and immunities in respect of, manufacture under and to introduce, sell, assign, or otherwise dispose of and in any manner deal with and contract with reference to:

(a) Inventions, devices, formulae, processes and any improvements and modifications thereof;

(b) Letters patent, patent rights, patented processes, copyrights, designs, and similar rights, trademarks, trade symbols and other indications of origin and ownership granted by or recognized under the laws of the United States of America or of any State or sub-division thereof, or of any foreign country or sub-division thereof, and of all rights connected therewith or appertaining thereto; and

(c) Franchises, licenses, grants and concessions.

7. To transact any and all other business properly incidental to or connected with the purposes of this Corporation and to perform any and all acts incidental thereto.

8. To establish and conduct any other lawful business which can legally be engaged in by a corporation under the Texas Business Organizations Code, as amended (the "TBOC").

ARTICLE FIVE AUTHORIZED SHARES

The Corporation shall have the authority to issue three million (3,000,000) shares of capital stock, consisting of two million eight hundred thousand (2,800,000) shares of voting common stock, par value \$0.01 per share (the "Voting Common Stock"), and two hundred thousand (200,000) shares of non-voting common stock, par value \$0.01 per share (the "Non-Voting Common Stock").

A. Voting Common Stock. Except as otherwise provided by law, the holders of shares of Voting Common Stock shall have full voting rights and power to vote on all matters submitted to shareholders of the Corporation for vote, consent or approval. Each holder of shares of Voting Common Stock shall be entitled to one vote for each share of Voting Common Stock held of record by such holder.

B. Non-Voting Common Stock. Except as otherwise provided by law, the holders of shares of the Non-Voting Common Stock shall have no right to vote on any matter submitted to shareholders of the Corporation for vote, consent or approval. The shares of Non-Voting Common Stock shall not be included in determining the number of shares voting or entitled to vote on such matters.

Except for voting rights, the shares of Voting Common Stock and shares of Non-Voting Common Stock are identical in all respects, including but not limited to identical rights to distribution and liquidation proceeds of the Corporation.

**ARTICLE SIX
BOARD OF DIRECTORS**

A. The management of the business and conduct of the affairs of the Corporation shall be vested in its Board of Directors.

B. The number of directors of the Corporation shall be no fewer than one and no more than seven. The exact number of directors shall be determined from time to time by, or in the manner provided in, the Bylaws of the Corporation.

C. The names and addresses of the individuals who are currently serving as directors are as follows:

<u>Name</u>	<u>Address</u>
Bruce Conti	3201 Sandy Lane Fort Worth, Texas 76112
JM Davis	3201 Sandy Lane Fort Worth, Texas 76112
John Dillow	3201 Sandy Lane Fort Worth, Texas 76112
Ben Fryrear	3201 Sandy Lane Fort Worth, Texas 76112
Matthew Hawkins	3201 Sandy Lane Fort Worth, Texas 76112
Loren Jensen	3201 Sandy Lane Fort Worth, Texas 76112

D. Elections of directors need not be done by written ballot unless the Bylaws of the Corporation shall so provide.

E. Cumulative voting in the election of directors or otherwise is expressly prohibited.

**ARTICLE SEVEN
DIRECTOR LIABILITY**

No member of the Board of Directors of the Corporation shall be liable, personally or otherwise, in any way to the Corporation or its shareholders for monetary damages caused in any way by an act or omission occurring in the director's capacity as a director of the Corporation, except as otherwise expressly provided by applicable Texas law.

**ARTICLE EIGHT
INDEMNIFICATION**

A. The Corporation shall indemnify each person who is or was a director of the Corporation to the fullest extent permissible under applicable Texas law and any successor statutes under the TBOC. The Board of Directors, in its sole discretion, shall have the power, on behalf of the Corporation, to indemnify such other persons for whom indemnification is permitted by the TBOC, to the fullest extent permissible thereunder.

B. The Corporation may purchase and maintain liability, indemnification and/or similar insurance on behalf of itself, and/or for any person who is or was a director, officer, employee or agent of the Corporation or who is or was serving at the request of the Corporation as a director, officer, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise, against any liability asserted against and/or incurred by the Corporation or person serving in such a capacity or arising out of his/her/its status as such a person or entity, whether or not the Corporation would otherwise have the power to indemnify such person against that liability.

C. The power to indemnify and/or obtain insurance provided in this Article shall be cumulative of any other power of the Board of Directors and/or any rights to which such a person or entity may be entitled by law, this Amended and Restated Certificate of Formation and/or Bylaws of the Corporation, contract, other agreement, vote or otherwise.

**ARTICLE NINE
PREFERENTIAL RIGHTS**

No shareholder of the Corporation shall, by reason of his holding shares of any class of stock, have any preemptive or preferential rights to purchase, subscribe for or otherwise acquire any shares of capital stock of the Corporation now or hereafter authorized; any notes, debentures, bonds or other securities convertible into or carrying warrants, rights or options to purchase shares of capital stock of the Corporation now or hereafter authorized; or any warrants, rights or options to purchase shares of capital stock of the Corporation now or hereafter authorized.

**ARTICLE TEN
INTERESTED DIRECTORS**

No contract or other transaction between the Corporation and any person, firm, association or corporation and no act of the Corporation, shall, in the absence of fraud, be invalidated or in any way affected by the fact that any of the directors of the Corporation is pecuniarily or otherwise interested, directly or indirectly, in such contract, transaction or act, or is related to or interested in such person, firm, association or corporation as a director, shareholder, officer, employee, member or otherwise. Any director so interested or related that fully discloses such interest or relation to the Board of Directors and who is present at any meeting of the Board of Directors or committee of directors at which action on any such contract, transaction or act is taken may be counted in determining the presence of a quorum at

such meeting and the vote at such meeting of any such director may be counted in determining the approval of any such contract, transaction or act. No director so interested or related shall, because of such interest or relationship, be disqualified from holding his office or be liable to the Corporation or to any shareholder or creditor thereof for any loss incurred by the Corporation under or by reason of such contract, transaction or act, or be accountable for any gains or profits he may have realized therein.

ARTICLE ELEVEN SHAREHOLDER ACTIONS

Any action required by the TBOC to be taken at any annual or special meeting of the shareholders, or any action which may be taken at any annual or special meeting of the shareholders, may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of shares representing not less than the minimum number of votes that would have been necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.

ARTICLE TWELVE BYLAWS

The Board of Directors is expressly authorized to adopt, alter, amend or repeal the Bylaws of the Corporation. In addition to the powers and authority expressly conferred upon them by this Amended and Restated Certificate of Formation or by statute, the directors are empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation, subject to the provisions of the TBOC, this Amended and Restated Certificate of Formation, and any Bylaws adopted by the shareholders. However, notwithstanding any provision in this Amended and Restated Certificate of Formation to the contrary, the shareholders may not adopt, repeal or amend the Bylaws of the Corporation without the affirmative vote of a majority of the votes entitled to be cast by the holders of the Corporation's outstanding capital stock. Additionally, no Bylaws hereafter adopted by the shareholders shall invalidate any prior act of the directors which would have been valid if such Bylaws had not been adopted.