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FORM PTO-158A
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name VME Microsystems International Corporation

Execution Date
Month Day Year
12/18/98

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name VMIC, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 12090 Memorial Parkway SW

Address (line 2) _____

Address (line 3) Huntsville

AL

35803

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Delaware

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02/01/1999 JSHBAZZ 00000146 75344446

40.00 OP
250.00 OP

01 FC:481
02 FC:482

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1846 FRAME: 0971

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number: (256) 535-1100

Name: Frank M. Caprio, Esq.

Address (line 1): Lanier Ford Shaver & Payne P.C.

Address (line 2): 200 West Side Sq.

Address (line 3): Suite 5000

Address (line 4): Huntsville, AL 35801

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75344446"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1853555"/>	<input type="text" value="2072577"/>	<input type="text" value="2206880"/>
<input type="text" value="75272408"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2109543"/>	<input type="text" value="2197378"/>	<input type="text" value="1551666"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1984086"/>	<input type="text" value="2107749"/>	<input type="text" value="2112813"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Frank M. Caprio

Frank M. Caprio

16 JAN 99

Name of Person Signing

Signature

Date Signed

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "VME MICROSYSTEMS INTERNATIONAL CORPORATION", CHANGING ITS NAME FROM "VME MICROSYSTEMS INTERNATIONAL CORPORATION" TO "VMIC, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1998, AT 4:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2078356 8100

981497691

AUTHENTICATION: 9487146

DATE: 12-24-98

TRADEMARK
REEL: 1846 FRAME: 0973



CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

OF

VME MICROSYSTEMS INTERNATIONAL CORPORATION

VME Microsystems International Corporation, a corporation organized and existing under the laws of the State of Delaware (hereinafter referred to as "the Corporation"), DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of the Corporation duly held on November 12, 1998, a resolution was duly adopted setting forth a proposed amendment to the Certificate of Incorporation of the Corporation and declaring said amendment advisable and proposing adoption of said amendment at the annual meeting of stockholders of the Corporation. The resolution setting forth such proposed amendment is as follows:

"RESOLVED, that the Certificate of Incorporation of the corporation be amended by changing article (paragraph) 1. to read as follows:

1. The name of the corporation is VMIC, Inc. "

SECOND: That on December 12, 1998, pursuant to the By-Laws of the Corporation, and after due notice to the stockholders as provided by the By-Laws, at the annual meeting of the stockholders, the aforementioned proposed amendment was considered and a majority of the outstanding stock entitled to vote thereon voted in favor of the amendment.

THIRD: That said amendment set out hereinabove was duly adopted in accordance with Section 242 of the General Corporation Law of the State of Delaware.



FOURTH: That pursuant to the resolution of the Board of Directors set forth above and Section 103(d) of the General Corporation Law of the State of Delaware, said amendment shall become effective on filing.

IN WITNESS WHEREOF, VME Microsystems International Corporation has caused its corporate seal to be hereunto affixed and this Certificate of Amendment to be executed by its President and attested by its Secretary, this 18 day of December, 1998.

VME MICROSYSTEMS INTERNATIONAL CORPORATION

By: *Carl D. Miller*
Its President

ATTEST:

Mary Wilkin
Its Secretary