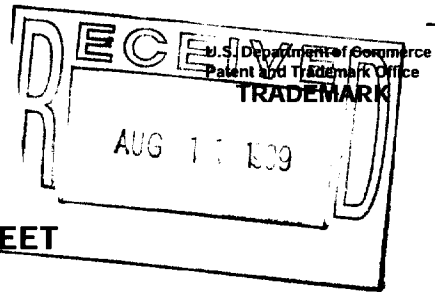


Yes  
8/11/99

08-16-1999



REC-10119149  
TRADEMARKS ONLY

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

Merger  
Effective Date  
Month Day Year  
9 17 96

Change of Name

Other \_\_\_\_\_

Conveying Party

Mark if additional names of conveying parties attached

Name  Execution Date  
Month Day Year  
09 17 96

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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.)

08/13/1999 NTHAI1 00000184 781340

FOR OFFICE USE ONLY

01 FC:481 40.00 OP  
02 FC:482 50.00 OP

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**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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="781340"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2099214"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1996477"/>	<input type="text"/>	<input type="text"/>

**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.

Kerry A. Krzynowek

*Kerry A. Krzynowek*  
Signature

8/11/99

Name of Person Signing

Date Signed

*State of Delaware*  
**Office of the Secretary of State** PAGE 1

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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 OWNERSHIP, WHICH MERGES:

"GALILEO CORPORATION", A DELAWARE CORPORATION,  
WITH AND INTO "GALILEO ELECTRO-OPTICS CORPORATION" UNDER THE NAME OF "GALILEO CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF SEPTEMBER, A.D. 1996, AT 10 O'CLOCK A.M.



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

0794892 8100M

991243961

AUTHENTICATION: 9810498

DATE: 06-17-99

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 10:00 AM 09/20/1996  
960272944 - 794892

**CERTIFICATE OF OWNERSHIP AND MERGER**

of

**GALILEO CORPORATION**  
(a Delaware corporation)

into

**GALILEO ELECTRO-OPTICS CORPORATION**  
(a Delaware corporation)**UNDER SECTION 253 OF  
THE DELAWARE GENERAL CORPORATION LAW**

Galileo Electro-Optics Corporation (the "Corporation"), a Delaware corporation, hereby certifies that:

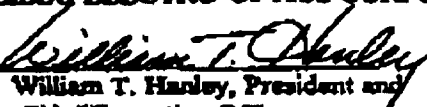
1. The Corporation is incorporated under the Delaware Corporation Law.
2. The Corporation owns all of the outstanding shares of capital stock of Galileo Corporation, a Delaware corporation.
3. The Corporation by the following resolutions of its board of directors duly adopted on September 17, 1996 determined to merge Galileo Corporation into itself on the terms set forth in such resolutions:

**RESOLVED:** To merge Galileo Corporation, a Delaware corporation all of the outstanding stock of which is owned by this Corporation, with and into this Corporation pursuant to Section 253 of the Delaware General Corporation Law.

**RESOLVED:** To change the name of this Corporation to Galileo Corporation.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by its authorized officer on September 17, 1996.

**GALILEO ELECTRO-OPTICS CORPORATION**

By:   
William T. Harley, President and  
Chief Executive Officer