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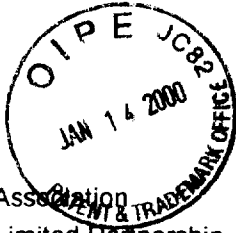
To the Honorable Commissioner of Patent

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Galileo Electro-Optics Corporation

1-14-00



- Individual(s)
- General Partnership
- Corporation-State
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Galileo Corporation

Internal Address: Galileo Park

Street Address: P.O. Box 550

City: Sturbridge State: MA ZIP: 01566

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date:

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1873645	1942140	2099215
1914137	2025654	1855588
		1942536

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: John P. DeLuca

Internal Address: Watson Cole Grindle Watson

1400 K Street, N.W.

10th Floor

Street Address:

City: Washington State: DC ZIP: 20005

6. Total number of applications and registrations involved:.....

7

7. Total fee (37 CFR 3.41):.....\$ \$190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

23-0575

01/28/2000 DNGUYEN 00000018 1873645

DO NOT USE THIS SPACE

01 FC:481 40.00 DP
02 FC:482 150.00 DP

9. 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.

John P. DeLuca

Name of Person Signing

Signature

January 14, 2000

Date

Total number of pages including cover sheet, attachments, and document

2

TRADEMARK

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. Hanley
William T. Hanley, President and
Chief Executive Officer