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U.S. DEPARTMENT OF COMMERCE
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Form PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
Tab setting: ⇒ ⇒ ⇒

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
AGT Holdings, Inc.

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

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

2. Name and address of receiving party(ies):
Name: Lockheed Martin Corporation
Internal Address: _____
Street Address: 6801 Rockledge Drive
City: Bethesda State: MD ZIP: 20817

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

3. Nature of conveyance

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 17, 1997

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) & addresses attached? Yes No

4. Application number(s) or registration number(s):
Trademark Application No.(s) 75/246,930

Additional numbers attached? Yes No

B. Trademark Registration No.(s) 2,155,293; 2,194,511; 2,095,700; 2,057,951; 2,037,520; 1,697,984; 2,203,877

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Sabrina C. Stavish, Esq.
Internal Address: SHERIDAN ROSS P.C.
Suite 1200
Street Address: 1560 Broadway
City: Denver State: CO ZIP: 80202-5141

6. Total number of applications and registrations involved. 8

7. Total fee (37 CFR 3.41): \$ 215.00
 Enclosed
 Authorized to be charged to deposit account.

8. Deposit account number: 19-1970
(Attach duplicate copy of this page if paying by deposit account)

07/31/2000 DC0ATES 00000088 2155293
01 FC:481 40.00 OP
02 SC:488 175.00 OP

DO NOT USE THIS SPACE

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.

Sabrina C. Stavish [Signature] 2/22/00
Name of person signing Signature Date

Total number of pages including cover sheet, attachments and document: 6

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESSED TO COMMISSIONER FOR PATENTS AND TRADEMARKS, BOX ASSIGNMENTS, WASHINGTON, DC 20231 ON February 22, 2000

BY: [Signature] SHERIDAN ROSS P.C.

I.D. NO# D3964756
ACKN. NO. - 100C3114944
LOCKHEED MARTIN CORPORATION

OF MERGER
11/17/97 AT 03:15 P.M.
BETWEEN
AGT HOLDINGS, INC.

11/17/97 3:15 P AND
LOCKHEED MARTIN CORPORATION

These ARTICLES OF MERGER are made and entered into as of the 17th day of November 1997, by and between AGT Holdings, Inc. and Lockheed Martin Corporation, each of which certify as follows:

FIRST: AGT Holdings, Inc. (the "Merged Corporation") and Lockheed Martin Corporation (the "Successor Corporation") agree to merge effective at 3:15 p.m. on November 17, 1997, Washington, D.C. time. The terms and conditions of the merger and the manner of carrying the same into effect are as herein set forth.

SECOND: The Merged Corporation is a California corporation and the Successor Corporation is a Maryland corporation.

THIRD: The principal office in Maryland of the Merged Corporation is located in Montgomery County. The principal office in Maryland of the Successor Corporation is located in Montgomery County.

FOURTH: The Merged Corporation owns no interest in land in the State of Maryland.

FIFTH: The Successor Corporation shall survive the merger and continue under the name Lockheed Martin Corporation.

SIXTH: No amendment is made to the Charter of the Successor Corporation as part of the merger.

SEVENTH: The total number of shares of stock that the Merged Corporation has authority to issue is 10,000, all of one class

DRAFT DATED 11/11/97

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called Common Stock with no par value. The total number of shares of stock that the Successor Corporation has authority to issue is 820,000,000, consisting of 750,000,000 shares of Common Stock with a par value of \$1.00 per share and an aggregate par value of \$750,000,000, 50,000,000 shares of Series Preferred Stock with a par value of \$1.00 per share and an aggregate par value of \$50,000,000, and 20,000,000 shares of Series A Preferred Stock with a par value of \$1.00 per share and an aggregate par value of \$20,000,000. The aggregate par value of all shares of all classes of stock of the Successor Corporation is \$820,000,000.

EIGHTH: The Successor Corporation owns 100% of the issued and outstanding capital stock of the Merged Corporation.

NINTH: The manner and basis of converting or exchanging issued stock of the Merged Corporation and the Successor Corporation into different stock of a corporation or other consideration, and the treatment of any issued stock not to be converted or exchanged shall be that each issued share of the Common Stock of the Merged Corporation shall be cancelled and cease to exist without any payment being made in respect thereof.

TENTH: The terms and conditions of the transaction set forth in these Articles of Merger were advised, authorized and approved by the Merged Corporation and the Successor Corporation in the manner and by the vote required by their respective charters and the laws of the State of California and the State of Maryland, respectively. The manner of approval by the Merged Corporation and the Successor Corporation of the transaction set forth in these Articles of Merger was as follows:

(a) The board of directors of the Merged Corporation adopted resolutions by unanimous written consent on November 12, 1997, approving the transaction set forth in these Articles of Merger.

(b) The board of directors of the Successor Corporation adopted a resolution by unanimous written consent on November 7, 1997, approving the transaction set forth in these Articles of Merger and directing the filing of Articles of Merger.

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IN WITNESS WHEREOF, the Merged Corporation and the Successor Corporation have caused these Articles of Merger to be signed in their respective corporate names and on their behalf by their respective President ^{Vice President} or Chief Executive Officer who acknowledge that these Articles of Merger are the act of the Merged Corporation and the Successor Corporation, respectively, and that to the best of their knowledge, information and belief and under penalties for perjury, all matters and facts contained in these Articles of Merger are true in all material respects.

ATTEST:

Lillian M. Trippett
Lillian M. Trippett
Secretary

AGT HOLDINGS, INC.

By: John E. Montague (SEAL)
John E. Montague
President

ATTEST:

Stephen M. Piper
Stephen M. Piper
Associate General Counsel
and Assistant Secretary

LOCKHEED MARTIN CORPORATION

By: Lillian M. Trippett (SEAL)
Lillian M. Trippett
Vice President, Corporate
Secretary and Associate
General Counsel