

04-18-2002

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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MENT OF COMMERCE
nt and Trademark Office

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

1. Name of conveying party(ies):

Inframetrics, Inc.
16 Esquire Road
N. Billerica, MA 01862

4-2-02

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

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

2. Name and address of receiving party(ies)

Name: FLIR Systems-Boston, Inc.

Internal

Address:

Street Address: 16 Esquire Road

City: N. Billerica State: MA Zip: 01862

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: 8/13/99

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,007,063

Additional number(s) attached Yes No

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

Name: Marlene K. Elser

Internal Address:

Ater Wynne LLP

Street Address: 222 SW Columbia

Suite 1800

City: Portland State: OR Zip: 97201

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

01-2704

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Marlene K. Elser

Name of Person Signing

Marlene Elser

Signature

April 2, 2002

Date

3

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

04/17/2002 GTOM11 00000052 012704 2007063

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TRADEMARK
REEL: 002485 FRAME: 0862

Office of the Secretary of State

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 "INFRAMETRICS, INC.", CHANGING ITS NAME FROM "INFRAMETRICS, INC." TO "FLIR SYSTEMS-BOSTON, INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF AUGUST, A.D. 1999, AT 10 O'CLOCK A.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

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AUTHENTICATION: 9920730

DATE: 08-13-99

TRADEMARK
REEL: 002485 FRAME: 0863

**SECOND CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
INFRAMETRICS, INC.**

Inframetrics, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

1. The name of the corporation is Inframetrics, Inc.
2. An Amended and Restated Certificate of Incorporation of the Corporation was filed on October 3, 1996, and a Certificate of Amendment of Amended and Restated Certificate of Incorporation was filed on March 31, 1998, with the Delaware Secretary of State.
3. Article I of the Amended and Restated Certificate of Incorporation of the Corporation is hereby amended to read, in its entirety, as follows:

ARTICLE I

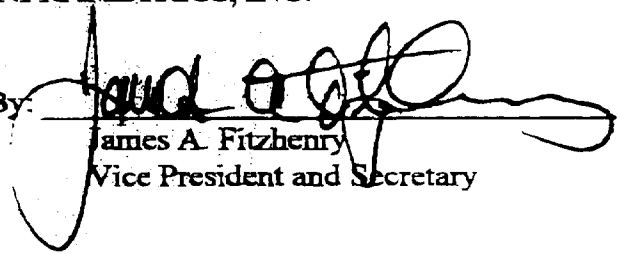
The name of the Corporation is FLIR Systems-Boston, Inc.

4. This Second Certificate of Amendment of Amended and Restated Certificate of Incorporation of the Corporation was adopted on July 26, 1999, pursuant to Section 242 of the General Corporation Law of the State of Delaware by the written consent of the Directors and the Stockholders of all outstanding shares of common stock of the Corporation pursuant to Section 228 of the General Corporation Law of the State of Delaware.

DATED: July 26, 1999.

INFRAMETRICS, INC.

By: _____


James A. Fitzhenry
Vice President and Secretary

SECOND CERTIFICATE OF AMENDMENT

48398/1/BMW/050581-0015

RECORDED: 04/02/2002

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FLIR SYSTEMS, INC. TEL: 503-684-4188