ETAS ID: TM319574

### TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2

**SUBMISSION TYPE: NEW ASSIGNMENT** 

**NATURE OF CONVEYANCE:** CHANGE OF NAME

**SEQUENCE:** 2

### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Selex Systems Integration Inc.		12/26/2013	CORPORATION: DELAWARE

### **RECEIVING PARTY DATA**

Name:	Selex ES Inc.	
Street Address:	11300 W 89th Strreet	
City:	Overland Park	
State/Country:	KANSAS	
Postal Code:	66214	
Entity Type:	CORPORATION: DELAWARE	

### **PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
Serial Number:	85935537	DI-BOSS
Registration Number:	3630043	MPH900
Registration Number:	3678479	MOBILE PLATE HUNTER

### **CORRESPONDENCE DATA**

Fax Number: 3367338473

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: (336) 721-3747

Email: trademarkswinston@wcsr.com

Randel S. Springer **Correspondent Name:** 

Womble Carlyle Sandridge & Rice, LLP Address Line 1:

One West Fourth Street Address Line 2:

Address Line 4: Winston-Salem, NORTH CAROLINA 27101

ATTORNEY DOCKET NUMBER:	59986.0001.6
NAME OF SUBMITTER:	Randel S. Springer
SIGNATURE:	/Randy Springer/
DATE SIGNED:	10/09/2014

**Total Attachments: 5** 

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Delaware

PAGE 1

# The First State

I, JEFFREY W. BULLOCK, 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:

"SELEX COMMUNICATIONS INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "SELEX SYSTEMS INTEGRATION INC." UNDER THE

NAME OF "SELEX ES INC.", A CORPORATION ORGANIZED AND EXISTING

UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED

IN THIS OFFICE THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2013, AT 4

O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF
JANUARY, A.D. 2014, AT 12:02 O'CLOCK A.M.

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

3399894 8100M

131477953

DATE: 12-26-13

AUTHENT\[CATION: 1015152

TRADEMARK REEL: 005378 FRAME: 0153

Jeffrey W. Bullock, Secretary of State

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 03:59 PM 12/26/2013 FILED 04:00 PM 12/26/2013 SRV 131477953 - 3399894 FILE

### CERTIFICATE OF OWNERSHIP AND MERGER

### **MERGING**

### SELEX COMMUNICATIONS INC.

### (a California corporation)

### WITH AND INTO

### SELEX SYSTEMS INTEGRATION INC.

(a Delaware corporation hereby changing its name to SELEX ES INC.)

Pursuant to Title 8, Section 253 of the Delaware General Corporation Law (the "DGCL"), and consistent with the provisions of Title 1, Section 1110 of the California Corporations Code, SELEX SYSTEMS INTEGRATION INC. (the "Corporation"), a Delaware corporation, does hereby certify to the following information relating to the merger (the "Merger") of SELEX COMMUNICATIONS INC., a California corporation (the "Subsidiary"), with and into the Corporation, with the Corporation remaining as the surviving corporation:

- 1. The undersigned individuals are the current Chief Executive Officer and Secretary, respectively, of the Corporation.
- 2. The Corporation owns all of the outstanding shares of each class of capital stock of the Subsidiary.
- 3. The Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent on December 19, 2013 and attached hereto as Exhibit A, determined to merge the Subsidiary with and into the Corporation, and to effect a change of the Corporation's name to "Selex ES Inc." pursuant to Section 253 of the DGCL.
- The Corporation shall be the surviving corporation of the Merger.
- 5. The Certificate of Incorporation of the Corporation, as in effect immediately prior to the Merger, shall be the Certificate of Incorporation of the surviving corporation, except that Article 1 of the Certificate of Incorporation is hereby amended and restated in its entirety as follows:

# "1. The name of the Corporation is Selex ES Inc."

6. The Certificate of Ownership and Merger and the Merger shall become effective at 12:01:02 a.m. on January 1, 2014.

[SIGNATURE PAGE FOLLOWS.]

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IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer, the 20th day of December, 2013.

SELEX SYSTEMS INTEGRATION INC.

a Delaware corporation (hereby changing its

mame to "SELEX ES INC.")

Chief Executive Officer

Name: Gary Stevens Title: Secretary

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### EXHIBIT A

### **BOARD RESOLUTIONS**

WHEREAS, SELEX SYSTEMS INTEGRATION INC., a Delaware corporation (the "Corporation"), owns all of the issued and outstanding shares of each class of capital stock of SELEX COMMUNICATIONS INC., a California corporation (the "Subsidiary"); and

WHEREAS, it is deemed advisable and in the best interest of the Corporation that the Corporation merge the Subsidiary with and into the Corporation.

NOW, THEREFORE, BE IT:

RESOLVED, that the Subsidiary be merged with and into the Corporation pursuant to Section 253 of the Delaware General Corporation Law and Section 1110 of the California Corporations Code (the "Merger"), so that the separate existence of the Subsidiary shall cease as soon as the Merger shall become effective, and the Corporation shall continue as the surviving corporation; and

RESOLVED FURTHER, that, pursuant to the requirements of Section 253(a) of the Delaware General Corporation Law and Section 1110(a) of the California Corporations Code, upon the Merger, the Corporation shall assume all obligations of the Subsidiary; and

RESOLVED FURTHER, that each share of common stock of the Subsidiary, no par value per share ("Subsidiary Common Stock"), issued and outstanding immediately prior to the effectiveness of the Merger shall, by virtue of the Merger and without any action on the part of the holders thereof, not be converted or exchanged in any manner into shares of the Corporation and shall automatically be canceled and retired and will cease to exist; and

RESOLVED FURTHER, that each issued and outstanding share of common stock of the Corporation, par value \$0.001, shall not be converted or exchanged in any manner, but shall be surrendered and a replacement certificate issued reflecting the new name of the Corporation (as described below); and

RESOLVED FURTHER, that upon effectiveness of the Merger, Article 1 of the Certificate of Incorporation of the Corporation, as heretofore amended, shall be amended and restated in its entirety to read as follows:

# "1. The name of the Corporation is Selex ES Inc."

RESOLVED FURTHER, that the President, Vice President, Treasurer, Secretary and any other officer of the Corporation (each such person, an "Authorized Officer") be, and each of them

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hereby is, authorized to prepare and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions, and to file the Certificate of Ownership and Merger with the Secretary of State of Delaware and pay any fees related to such filing; and

RESOLVED FURTHER, that each of the Authorized Officers be, and each of them hereby is, authorized and empowered to take all such further action and to execute, deliver and file all such further agreements, certificates, instruments and documents, in the name and on behalf of the Corporation, and if requested or required, under its corporate seal duly attested by the Secretary or Assistant Secretary; to pay or cause to be paid all expenses; to take all such other actions as they or any one of them shall deem necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the foregoing resolutions.

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RECORDED: 10/09/2014

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