Attorney Docket No 09-08-1998 **U.S. Department of Commerce** FORM PTO-1619A Patent and Trademark Office Expires 06/30/99 OMB 0651-0027 **PATENT** 100823041 **RECORDATION FORM COVER SHEET** PATENTS ONLY TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies). **Submission Type** Conveyance Type X **Assignment Security Agreement** New Resubmission (Non-Recordation) License Change of Name Document ID# Correction of PTO Error Other Merger Reel # Frame # U.S. Government (For Use ONLY by U.S. Government Corrective Document Reel # Frame # Departmental File Secret File Conveying Party(ies) d Execution Date Month Day Year Mark if additional names of conveying parties attached Name (line 1) HE Holdings, Inc. 12/17/1997 Name (line 2) Execution Date Month Day Year corporation of Delaware Second Party Name (line 1) Name (line 2) Receiving Party Mark if additional names of receiving parties attached If document to be recorded Name (line 1) Raytheon Company is an assignment and the receiving party is not domiciled in the United Name (line 2) a corporation of Delaware States, an appointment of a domestic

Domestic Representative Name and Address Enter for the first Receiving Party only. Name Address (line 1)

Office of the General Counsel

141 Spring Street

Lexington

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Address (line 2) Address (line 3)

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representative is attached.

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| FORM PTO-1619B | | Page 2 | | U.S. Department of Commerce Patent and Trademark Office | |
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| Corresponde | ent Name and Addre | Area Code and Telephon | e Number 8055622108 | | |
| Name | Raytheon Comp | any | | | |
| Address (line 1) | Patents and I | icensing Department | | | |
| Address (line 2) | Building RE/F | 11, Mailstop M365 | | | |
| Address (line 3) | P. O. Box 902 | | | | |
| Address (line 4) | El Segundo CA | 90245-0902 | | | |
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Attachment

RICHARDS LAYTON & FINGER

STATE OF DELAWARE

SECRETARY OF STATE

DIVISION OF CORPORATIONS

FILED 03:20 PM 12/17/1997

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CERTIFICATE OF MERGER

OF

RAYTHEON COMPANY

WITH AND INTO

HE HOLDINGS, INC.

Under Section 251

of

the Delaware General Corporation Law

THE UNDERSIGNED, HE Holdings, Inc. ("Defense") and Raytheon Company ("Raytheon"), in connection with the merger of Raytheon with and into Defense (the "Merger"), hereby certify as follows:

FIRST: The name and the state of incorporation of each of the constituent corporations are:

Name |

State of Incorporation

HE Holdings, Inc.

Delaware

Raytheon Company

Delaware

SECOND: An agreement and plan of merger relating to the Merger (the "Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law.

THIRD: The name of the surviving corporation of the Merger is HE Holdings, Inc.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be the Amended and Restated Certificate of Incorporation of HE Holdings, Inc. as filed with the Secretary of State of Delaware on December 12, 1997; provided, however, that Article I thereof shall be amended and restated as of the effectiveness of the Merger to read as follows:

"Article I Name

The name of the corporation (which is hereafter referred to as the "Corporation") is Raytheon Company."

FIFTH: The merger shall be effective at and as of 5:00 p.m. (Eastern Time) on December 17, 1997.

SIXTH: The executed Agreement of Merger is on file as the principal place of business of the surviving corporation at 141 Spring Street, Lexington, Massachusetts 02173.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of either constituent corporation.

IN WITNESS WHEREOF, the undersigned corporations have duly executed this Certificate this 17th day of December 1997.

RAYTHEON COMPANY

Name: THOMAS D. HU

Title: VICE PRESIDENT 4ND GENERAL

COUNSEL

HE HOLDINGS, INC.

Name: J.L. Williamson

Title: ASSIST. SECRETARY

State of Delaware

Office of the Secretary of State PAGE 1

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 MERGER, WHICH MERGES:

"RAYTHEON COMPANY", A DELAWARE CORPORATION,

WITH AND INTO "HE HOLDINGS, INC." UNDER THE NAME OF

"RAYTHEON COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER

THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS

OFFICE THE SEVENTEENTH DAY OF DECEMBER, A.D. 1997, AT 3:20

O'CLOCK P.M.

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

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Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE:

12-17-97

PATENT

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RECORDED: 08/31/1998