FORM PTO-1619A
Expires 08/30/99
OMB 0851-0027

05-28-1999



5.17.97	101050757
-	DATION FORM COVER SHEET
TO: The Commissioner of Datasts and Trademark	PATENTS ONLY rks: Please record the attached original document(s) or copy(ies).
Submission Type	Conveyance Type
X New	Assignment Security Agreement
Resubmission (Non-Recordation) Document ID#	License Change of Name
Correction of PTO Error Reel # Frame #	Merger Other
Corrective Document	U.S. Government (For Use ONLY by U.S. Government Agencies)
Reel # Frame #	Departmental File Secret File
Conveying Party(ies)	Mark if additional names of conveying parties attached Execution Date
Name (line 1) HE Holdings, Inc. dba H	Hughes Electronics Month Day Year 12171997
Name (line 2)	
Second Party	Execution Date Month Day Year
Name (line 1)	
Name (line 2)	
Receiving Party	Mark if additional names of receiving parties attached
Name (line 1) Raytheon Company	If document to be record is an assignment and the
Name (line 2) a corporation of Del	receiving party is not domiciled in the United States, an appointment
	of a domestic
Address (line 1) Office of the General	CAL COUNSEL (Designation must be a separate document from
Address (line 2) 141 Spring Street	Assignment)
Address (line 3) Lexington	Massachusetts 02421
Domestic Representative Name and A	State/Country Zip Code
	Enter for the first Receiving Party only,
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Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments , Washington, D.C. 20231

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OMB 0651	0027	

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U.S. Department of Commerce Patent and Trademark Office PATENT

OMB 0651-0027 PATENT			
Correspondent Name and Address Area Code and Telephone Number 8055622108			
Name Raytheon Company			
Address (line 1) Patent Docket Administration			
Address (line 2) Bldg. RE/R11 M/S M365			
Address (line 3) P. O. Box 902			
Address (line 4) El Segundo, California 90245-0902			
Pages Enter the total number of pages of the attached conveyance document including any attachments.			
Application Number(s) attached Mark if additional numbers attached			
Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).			
Patent Application Number(s) Patent Number(s)			
08077334			
If this document is being filed together with a new Patent Application, enter the date the patent application was Month Day Year			
signed by the first named executing inventor.			
Patent Cooperation Treaty (PCT)			
Enter PCT application number			
only if a U.S. Application Number PCT PCT PCT			
has not been assigned.			
Number of Properties Enter the total number of properties involved. # 1			
Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 40			
Method of Payment: Enclosed Deposit Account			
(Enter for payment by deposit account or if additional fees can be charged to the account.)			
Deposit Account Number: # 500616			
Authorization to charge additional fees: Yes No No			
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. Charges to deposit account are authorized, as			
indicated herein.			
William C. Schubert What 05-13-1999			
Name of Person Signing Signature Date			

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RICHARDS LAYTON & FINGER

STATE OF DELAWARE SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:20 PM 12/17/1997
971434564 - 0472015

CERTIFICATE OF MERGER

OF

RAYTHEON COMPANY

OTAL CAR HILW

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 Roldings, 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:

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PATENT REEL: 009975 FRAME: 0215

'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. (Bascarn Time) on Decamber 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 Margar 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

Ticle: VICE PRESIDENT AND CENERAL

COURSEL

HE HOLDINGS, INC.

Nage: J.L. Willi bmoon Title: ASUST. SECESTALY

State of Delaware

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 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.



Edward J. Freel, Secretary of State

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RECORDED: 05/17/1999

981211367

AUTHENTICATION:

DATE:

9114923

06-02-98

PATENT REEL: 009975 FRAME: 0217