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Attorney Docket No.:

To The Honorable Commissioner Of P.

Send original documents or copy thereof.

1. Name of conveying party(ies):

AT&T Submarine Systems Inc

101132286

Name and address of receiving party(ies):

Name: Submarine Systems International Ltd.

Internal Address: _____

Street Address: 60 Columbia Turnpike

City: Morristown State: New Jersey Zip: 07960

Additional names and addresses attached? [] yes [X] no

Additional name(s) of conveying party(ies) attached?
[] yes [X] no

3. Nature of Conveyance

- Assignment Merger
- Security Agreement Change of Name
- Other _____

8530-94

Execution Date: June 19, 1997

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

If this document is being filed together with a new application, the execution date of the application is N/A

A. Patent Application No.(s)
08/430643; 08/430634; 08/650304

B. Patent No.(s):
5,463,711

Additional numbers attached? [] Yes [X] No

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

Name: B. K. Dinicola

Internal Address: Rm. 1B-248

Street Address: 250 Industrial Way West

City: Eatontown State: NJ ZIP: 07724

6. Total number of applications and patents involved: (4)

7. Total fee (37 C.F.R. 3.41)..... \$ 160.00
[] Enclosed
[X] Authorized to be charged to deposit account

8. Deposit account number: 50-0309 (Attach duplicate copy of this page if paying by deposit account)

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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.

Brian K. Dinicola, Esq. Reg. No. 36,122

Name of Person Signing

Brian K. Dinicola
Signature

August 18, 1999
Date

Total number of pages including cover sheet, attachments and document 3

OMB No. 0651-0011 (exp. 4/84)

do not detach this portion

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

09/01/1999 MTHAI1 00000146 500309 08430633

01 FC 581 160.00 CH

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

OF

AT&T SUBMARINE SYSTEMS, INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is AT&T Submarine Systems, Inc.
2. The certificate of incorporation of the Corporation is hereby amended by striking out Article 1 thereof and by substituting in lieu of said article the following new Article:

"The name of the Corporation is Submarine Systems International Ltd."

3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.
4. This amendment shall become effective July 1, 1997.

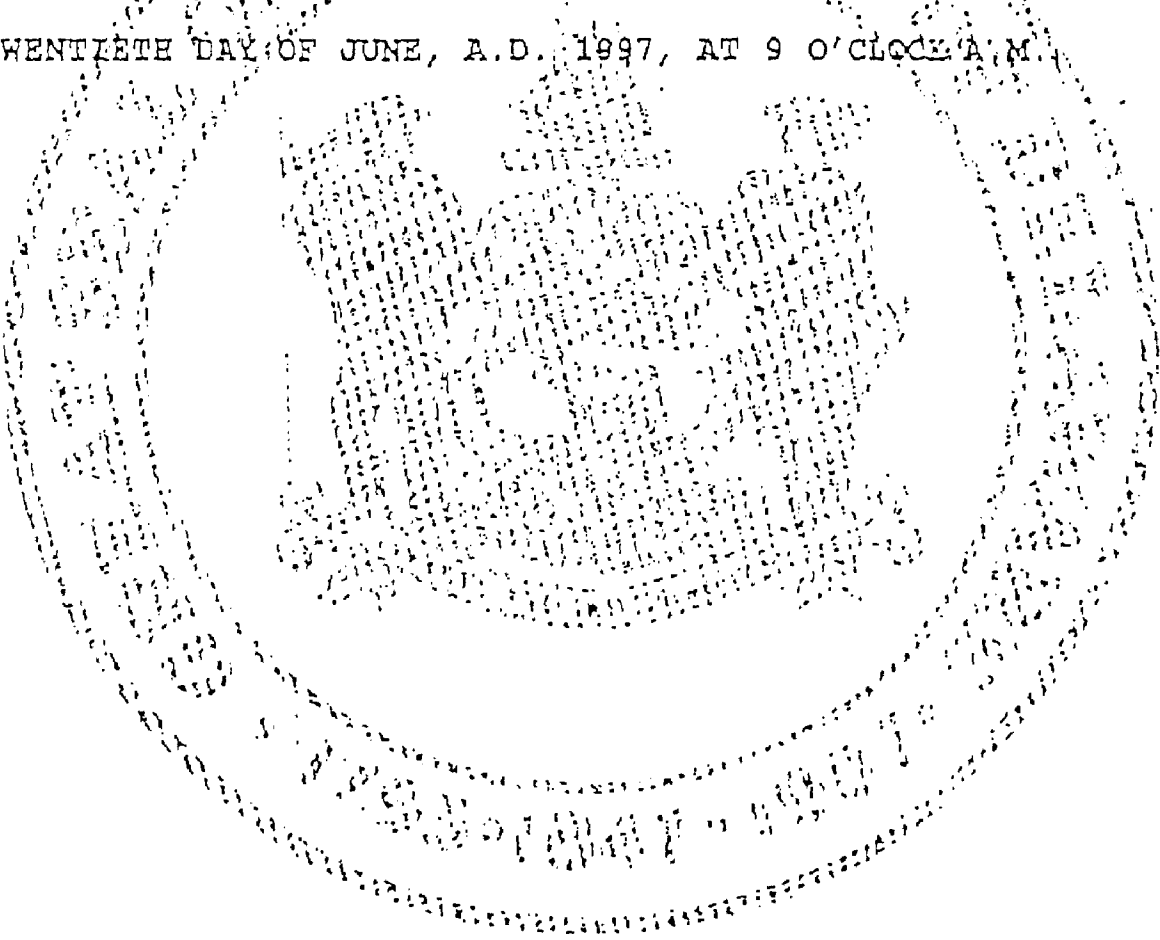
IN WITNESS WHEREOF, the Board of Directors of AT&T Submarine Systems, Inc. has caused this certificate to be signed by William B. Carter, its President, and attested by Claire L. Calandra, its Secretary, on this 19th day of June, 1997.

AT&T Submarine Systems, Inc.

By: _____

William B. Carter
President

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 "AT&T SUBMARINE SYSTEMS, INC.", CHANGING ITS NAME FROM "AT&T SUBMARINE SYSTEMS, INC." TO "SUBMARINE SYSTEMS INTERNATIONAL LTD.", FILED IN THIS OFFICE ON THE TWENTYETH DAY OF JUNE, A.D. 1997, AT 9 O'CLOCK A.M.



E. J. Freel