

06-21-2000



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ATTORNEY DOCKET NO.: 10919/13201

To the Honorable Commissioner of Patents a.

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al documents or copy thereof.

1. Name of conveying party(ies): LOCKHEED MARTIN TACTICAL SYSTEMS, INC. Additional name(s) of conveying party(ies) attached? _ Yes <input checked="" type="checkbox"/> No	2. Name and Address of receiving party(ies): Name: LOCKHEED MARTIN CORPORATION Internal Address: Attn: General Counsel Street Address: 6801 Rockledge Drive City: Bethesda State: Maryland Zip: 20817
3. Nature of conveyance: _ Assignment <input checked="" type="checkbox"/> Merger _ Security Agreement _ Change of Name _ Other Execution Date: <u>June 30, 1997</u>	Additional name(s) & address(es) attached? _ Yes <input checked="" type="checkbox"/> No

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: _____

A. Patent Application No.(s) 07/451,715	B. Patent No.(s)
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Additional numbers attached? _ Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: SIDLEY & AUSTIN Internal Address: Attn: James W. Williams Street Address: 717 North Harwood Suite 3400 City: Dallas State: TX ZIP: 75201-6507	6. Total Number of applications and patents involved: <u>1</u> 7. Total fee (37 CFR 3.41).....\$ <u>40.00</u> <input checked="" type="checkbox"/> Enclosed _ Authorized to be charged to deposit account 8. Deposit account number: _____ (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.

James W. Williams James W. Williams May 26, 2000
 Name of Person Signing Signature Date

Total number of pages including cover sheet 6

OMB No. 0651-0011 (exp. 4/94)

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6-30-97

ARTICLES OF MERGER
OF
LOCKHEED MARTIN TACTICAL SYSTEMS, INC.
(A NY CORP.)
INTO
LOCKHEED MARTIN CORPORATION
(A MD CORP.) SURVIVOR

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JUNE 30, 1997 AT 12:24 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID: _____
RECORDING FEE PAID: \$ 20.00
SPECIAL FEE PAID: \$ _____

D3964756

IT IS HEREBY CERTIFIED THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

MILES & STOCKBRIDGE
10 LIGHT STREET
BALTIMORE MD 21202



STATE OF MARYLAND

002C3118704

A 566025

I hereby certify that this is a true and complete copy of the original instrument as recorded in my office. DATED: 6-29-98
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
Custodian
stamp replaced previous certification. Effective: 6/95

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JP

EFFECTIVE 6/30/97 at 11:59 p.m.
STATE DEPARTMENT OF REVENUE
AND TAXATION
APPROVED FOR RECORD
6/30/97 at 12:48 p.m.

ARTICLES OF MERGER

BETWEEN

LOCKHEED MARTIN TACTICAL SYSTEMS, INC.

AND

LOCKHEED MARTIN CORPORATION

These ARTICLES OF MERGER are made and entered into as of the 27th day of June 1997, by and between Lockheed Martin Tactical Systems, Inc. and Lockheed Martin Corporation, each of which certify as follows:

FIRST: Lockheed Martin Tactical Systems, Inc. (the "Merged Corporation") and Lockheed Martin Corporation (the "Successor Corporation") agree to merge effective at 11:59 p.m. on June 30, 1997. The terms and conditions of the merger and the manner of carrying the same into effect are as herein set forth.

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SECOND: The Successor Corporation is a Maryland corporation. The Merged Corporation was incorporated on February 24, 1948, under the Business Corporation Law of the State of New York. The Merged Corporation qualified to do business in the State of Maryland on September 26, 1983.

THIRD: The principal office in Maryland of the Merged Corporation is located in Montgomery County. The principal office in Maryland of the Successor Corporation is located in Montgomery County.

FOURTH: The Merged Corporation owns no interest in land in the State of Maryland.

FIFTH: The Successor Corporation shall survive the merger and continue under the name Lockheed Martin Corporation.

SIXTH: No amendment is made to the Charter of the Successor Corporation as part of the merger.

SEVENTH: The total number of shares of capital stock of all classes that the Merged Corporation has authority to issue is 302,000,000, consisting of 300,000,000 shares of Common Stock with a par value of \$0.25 per share and an aggregate par value of \$75,000,000 and 2,000,000 shares of Preferred Stock with a par value of \$1.00 per share and an aggregate par value of \$2,000,000. The aggregate par value of all shares of all classes of capital stock of the Merged Corporation is \$77,000,000. The total number of shares of capital stock of all classes that the Successor Corporation has authority to issue is 820,000,000, consisting of 750,000,000 shares of Common Stock with a par value of \$1.00 per share and an aggregate par value of \$750,000,000, 50,000,000 shares of Series Preferred Stock with a par value of \$1.00 per share and an aggregate par value of \$50,000,000, and 20,000,000 shares of Series A Preferred Stock with a par value of \$1.00 per share and an aggregate par value of \$20,000,000. The aggregate par value of all shares of all classes of capital stock of the Successor Corporation is \$820,000,000.

EIGHTH: The Successor Corporation owns all of the issued and outstanding shares of capital stock of the Merged Corporation.

NINTH: The manner and basis of converting or exchanging issued stock of the Merged Corporation and the Successor Corporation into different stock of a corporation or other consideration, and the treatment of any issued stock not to be converted or exchanged shall be as follows:

(a) each issued share of the Common Stock of the Successor Corporation shall remain outstanding as an issued share of the Common Stock of the Successor Corporation and each issued share of the Series A Preferred Stock of the Successor Corporation shall remain outstanding as an issued share of the Series A Preferred Stock of the Successor Corporation; and

(b) each issued share of the capital stock of the Merged Corporation shall be canceled and cease to exist and no consideration shall be paid in respect thereof.

TENTH: The terms and conditions of the transaction set forth in these Articles of Merger were advised, authorized and approved by the Merged Corporation and the Successor Corporation in the manner and by the vote required by their respective Charters and the laws of the State of New York and the laws of the State of Maryland, respectively. The manner of approval by the Merged Corporation and the Successor Corporation of the transaction set forth in these Articles of Merger was as follows:

(a) The board of directors of the Merged Corporation adopted a resolution by unanimous written consent on June 23, 1997, approving the transaction set forth in these Articles of Merger and directing the filing of these Articles of Merger. The sole stockholder of the Merged Corporation adopted a resolution by written consent on June 23, 1997, approving the transaction set forth in these Articles of Merger and directing the filing of these Articles of Merger.

(b) The board of directors of the Successor Corporation adopted a resolution at a meeting held on June 27, 1997, approving the transaction set forth in these Articles of Merger and directing the filing of these Articles of Merger.

IN WITNESS WHEREOF, the Merged Corporation and the Successor Corporation have caused these Articles of Merger to be signed in their respective corporate names and on their behalf by one of their respective Vice Presidents who acknowledge that these Articles of Merger are the act of the Merged Corporation and the Successor Corporation, respectively, and that to the best of their knowledge, information and belief and under penalties for perjury, all matters and facts contained in these Articles of Merger are true in all material respects.

ATTEST:

LOCKHEED MARTIN TACTICAL SYSTEMS, INC.

Lillian M. Trippett
Lillian M. Trippett
Vice President and Assistant Secretary

By: Frank H. Menaker, Jr.
Frank H. Menaker, Jr.
Vice President and General Counsel

ATTEST:

LOCKHEED MARTIN CORPORATION

Lillian M. Trippett
Lillian M. Trippett
Vice President and Corporate Secretary

By: Frank H. Menaker, Jr.
Frank H. Menaker, Jr.
Executive Vice President and General Counsel