

11-03-2000

FORM PTO-1595
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101504684

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

LUCAS SCHAEVITZ, INC.
7905 North Route 130
Pennsauken, New Jersey 08110

10-16-00

- Individual(s)
- General Partnership
- Corporation - State of New Jersey
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: LUCAS AUTOMATION & CONTROL ENGINEERING, INC.

Internal Address: _____

Street Address: 11180 Sunrise Drive

City: Reston State: Virginia ZIP: 22091

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation - State of Virginia
- Other _____

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: December 15, 1993

Effective Date: December 31, 1993

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)

B. Patent No.(s)

4,920,797	4,642,555	5,237,753
5,079,847	4,606,132	
5,180,986	4,644,662	

Additional numbers attached? Yes No

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

Name: Robert W. Smith, Esq.

Internal Address: McCarter & English, LLP
4 Gateway Center

Street Address: 100 Mulberry Street
City: Newark State: NJ ZIP: 07101

6. Total number of applications and patents involved: [7]

7. Total Fee (37 CFR 3.41): \$ 280.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

501402
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and Signature.

To the best of your knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Robert W. Smith
Name of Person Signing

[Signature]
Signature

October 16, 2000
Date

Total number of pages comprising cover sheet: [8]

ARTICLES OF MERGER

OF

LUCAS SCHAEVITZ, INC.
(a New Jersey corporation)

Not DM

INTO

LUCAS AUTOMATION & CONTROL ENGINEERING, INC
(a Virginia corporation)

The undersigned corporations, pursuant to Title 13.1, Chap. 9, Art.12 of the Code of Virginia, hereby executes the following articles of merger and sets forth:

ONE

Annexed hereto and made a part hereof is the Plan of Merger for merging Lucas Schaevitz, Inc., ("Lucas Schaevitz") with and into Lucas Automation & Control Engineering, Inc., a Virginia corporation ("LA&CE").

TWO

The Plan of Merger was submitted to the shareholders by the board of directors in accordance with the provisions of Chapter 9 of Title 13.1 of the Code of Virginia, and:

The designation, number of outstanding shares, and number of votes entitled to be cast by each group entitled to vote separately on the Plan of Merger were:

<u>Designation</u>	<u>No. of Outstanding Shares</u>	<u>No. of Votes</u>
Lucas Schaevitz	1,000	1,000
LA&CE	850	850

The total number of votes cast for and against the Plan of Merger by each voting group entitled to vote separately on the plan were:

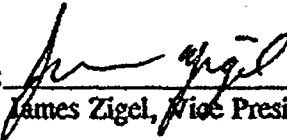
<u>Voting Group</u>	<u>Total of No. of Votes Cast FOR Plan</u>	<u>Total No. of Votes Cast AGAINST the Plan</u>
Lucas Schaevitz	1,000	-0-
LA&CE	850	-0-

THREE

The Articles of Merger shall become effective at 9:00 a.m on December 31, 1993.

The undersigned Vice President of Lucas Schaevitz, and President of LA&CE, declares that the facts herein stated are true as of December 15, 1993.

LUCAS SCHAEVITZ, INC.

By: 
James Zigel, Vice President

LUCAS AUTOMATION & CONTROL
ENGINEERING, INC.

By: 
John Berkenkamp, President

PLAN OF MERGER

PLAN OF MERGER dated December 15, 1993 among Lucas Schaevitz, Inc., a New Jersey corporation ("Lucas Schaevitz"), and Lucas Automation & Control Engineering, Inc., a Virginia corporation ("LA&CE").

The respective Boards of Directors of Lucas Schaevitz and LA&CE deem it advisable and in the best interests of each of their corporations and the sole shareholder of each of their respective corporations that Lucas Schaevitz be merged with and into LA&CE as provided herein (the "Merger") pursuant to Section 14A:10-7 of the New Jersey Business Corporation Act, and Title 13.1, Chapter 9, Article 12 of the Code of Virginia, respectively and in accordance with Section 368(a)(1)(A) of the Internal Revenue Code of 1986.

Lucas Schaevitz was incorporated in the State of New Jersey on January 14, 1946. Its authorized capital stock consists of 1,250 shares of Common Stock, .10 par value. As of the date hereof, Lucas Schaevitz has issued and outstanding 1,000 shares of Common Stock, each of which was entitled to vote on the Merger.

LA&CE was incorporated in the State of Virginia on June 20, 1968. Its authorized capital stock consists of 1700 shares of Class A stock and 300 shares of Class B stock, \$100 par value. As of the date hereof, LA&CE has issued and outstanding 850 Class A shares of Common Stock, each of which was entitled to vote on the merger.

It is, therefore, agreed as follows:

1. As soon as practicable after this Plan of Merger (the "Agreement") has been approved by the directors and shareholders of Lucas Schaevitz and LA&CE it shall be certified, signed and acknowledged in accordance with the laws of the States of New Jersey and Virginia. The proper officers of Lucas Schaevitz and LA&CE shall then prepare, execute and deliver Certificate of Merger to the New Jersey Secretary of State, and Articles of Merger to the Commonwealth of Virginia State Corporation Commission. The term "Effective Date" as used herein shall be mean December 31, 1993.

2. On the Effective Date, Lucas Schaevitz shall be merged with and into LA&CE and the separate corporate existence of Lucas Schaevitz shall cease. LA&CE shall be the surviving corporation, under its present name, and shall continue to be governed by the laws of the State of Virginia.

3. The Articles of Incorporation of LA&CE as in effect on the Effective Date shall continue as the Articles of Incorporation of the surviving corporation. The By-laws of LA&CE as in effect on the Effective Date shall continue as the By-laws of the surviving

corporation. The officers and directors of LA&CE in office on the Effective Date shall continue to hold their respective positions with the surviving corporation.

4. Each share of Common Stock of Lucas Schaevitz that is issued and outstanding on the Effective Date shall, by virtue of the Merger and without any action on the part of any holder thereof, be cancelled. On the Effective Date, the stock transfer books of Lucas Schaevitz shall be closed and no transfer of Common Stock or Preferred Stock of Lucas Schaevitz shall thereafter be made.

5. Each share of Common Stock of LA&CE that is issued and outstanding on the Effective Date shall be unaffected by the Merger and shall continue to represent one issued and outstanding share of Common Stock of LA&CE, as the surviving corporation.

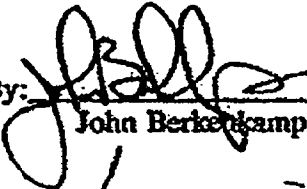
6. The purpose of LA&CE is to engage in any lawful act or activity for which corporations may be organized under the Code of Virginia.

7. LA&CE agrees that it may be served with process in the State of New Jersey in any proceeding for enforcement of any obligation of Lucas Schaevitz, as well as for enforcement of any obligation of the surviving corporation arising from the Merger, and it does hereby irrevocably appoint the Secretary of State of the State of New Jersey as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of the State of New Jersey is: Lucas Industries Inc., 11180 Sunrise Valley Drive, 3rd Floor, Attention: Legal Dept., Reston, VA 22091-4399 until the surviving corporation shall have hereafter designated in writing to the Secretary of State a different address for such purpose.

8. This Agreement may be executed in counterparts, each of which when so executed shall be deemed to be an original and such counterparts shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, the parties have duly executed this Plan of Merger as of the date first written above.

LUCAS SCHAEVITZ, INC.

By: 
John Berkenkamp, Chairman

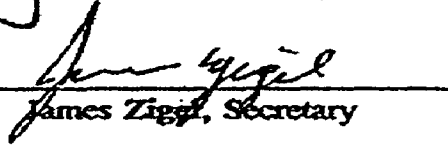
By: 
James Zigel, Secretary

LUCAS AUTOMATION &
CONTROL ENGINEERING, INC.

By:


John Berkenkamp, President

By:


James Zigil, Secretary

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

December 17, 1993

The State Corporation Commission finds the accompanying articles submitted on behalf of

LUCAS AUTOMATION & CONTROL ENGINEERING, INC.

to comply with the requirements of law. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office of the Clerk of the Commission. Each of the following:

LUCAS SCHAEVITZ, INC. (A NJ CORPORATION NOT QUALIFIED IN VA)

is merged into LUCAS AUTOMATION & CONTROL ENGINEERING, INC., which continues to exist under the laws of VIRGINIA with the name LUCAS AUTOMATION & CONTROL ENGINEERING, INC.. The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on December 31, 1993 at 9:00 A.M.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT
CIS20436
93-12-16-0133