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| Name (line 2) | | | |
| Receiving Party Mark if additional nam | nes of receiving parties attached | | |
| Name (line 1) Duratek, Inc. | If document to be recorded is an assignment and the | | |
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| FORM PTO-1619B Expires 06/30/99 OMB 0651-0027 | Page 2 | U.S. Department of Commerce Patent and Trademark Office PATENT |
| Correspondent Name and Address | Area Code and Telephone Number | (703) 610-6100 |
| Name Celia G. Spiritos, Esc | 1 | |
| Address (line 1) Hogan & Hartson L.L.P. | | |
| Address (line 2) 8300 Greensboro Drive | | |
| Address (line 3) Suite 1100 | | |
| Address (line 4) McLean, Virginia 22102 | 2 | |
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| has not been assigned. Number of Properties Enter the total number of properties involved. # 2 | | |
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| Deposit Account Number: # 08-2550 | | |
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State of Delaware Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"GTS DURATEK NAME SUB, INC.", A DELAWARE CORPORATION,

WITH AND INTO "GTS DURATEK, INC." UNDER THE NAME OF "DURATEK, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF JANUARY, A.D. 2001, AT 9:30 O'CLOCK A.M.

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



Harriet Smith Windsor

Secretary of State AUTHENTICATION: 0923918

DATE: 01-19-01

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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

GTS DURATEK NAME SUB, INC.

WITH AND INTO

GTS DURATEK, INC.

(Pursuant to Section 253 of the Delaware General Corporation Law)

GTS Duratek, Inc., a Delaware corporation organized and existing under the laws of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: The Corporation owns all of the outstanding shares of common stock (the only outstanding class of stock) of GTS Duratek Name Sub, Inc. (the "Subsidiary"), a corporation incorporated on the 17th day of January, 2001, pursuant to the Delaware General Corporation Law (the "DGCL").

SECOND: The Corporation, by resolutions (the "Resolutions of Merger") duly adopted by the unanimous written consent of its Board of Directors, dated January 18, 2001, determined to effect a merger of the Subsidiary into itself, pursuant to Section 253 of the DGCL, in which the Corporation shall be the surviving corporation (the "Merger"). A true and correct copy of the Resolutions of Merger is annexed hereto as <u>Exhibit A</u> and incorporated herein by reference. The Resolutions of Merger have not been amended, modified, rescinded or revoked and are in full force and effect on the date hereof.

THIRD: That, as provided in the Resolutions of Merger, pursuant to Section 253(b) of the DGCL, upon the Merger becoming effective, the name of the surviving corporation shall be changed from "GTS Duratek, Inc." to "Duratek, Inc."

> STATE OF LIELAMARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:30 AN 01/19/2001 010030199 - 0949543

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IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 19th day of January, 2001.

GTS DURATEK, INC.

By:

Name: Robert F. Shawver Office: Executive Vice President and Chief Financial Officer

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<u>EXHIBIT A</u>

RESOLUTIONS OF MERGER

WHEREAS, GTS Duratek, Inc., a Delaware corporation (the "Corporation"), owns all of the outstanding shares of the capital stock of GTS Duratek Name Sub, Inc., a Delaware corporation (the "Subsidiary"); and

WHEREAS, the Board of Directors of the Corporation has deemed it advisable that the Subsidiary be merged with and into the Corporation pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL");

NOW, THEREFORE, BE IT RESOLVED, that the Subsidiary be merged with and into the Corporation pursuant to Section 253 of the DGCL (the "Merger");

RESOLVED, FURTHER, that the Corporation shall be the corporation surviving the Merger and shall continue its corporate existence under the DGCL, and shall possess all of the rights and assets of the constituent corporations and be subject to, and be deemed to have hereby assumed, all the liabilities and obligations of each of the constituent corporations in accordance with the provisions of the DGCL;

RESOLVED, FURTHER, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Subsidiary shall be canceled and no consideration shall be issued in respect thereof;

RESOLVED, FURTHER, that the Amended and Restated Certificate of Incorporation of the Corporation. as amended, as in effect immediately prior to the effective time of the Merger, shall continue in full force and effect as the certificate of incorporation of the surviving corporation, until amended as provided by law, except that upon the effective time of the Merger, in accordance with Section 253(b) of the DGCL. Article First of the Amended and Restated Certificate of Incorporation shall be, and hereby is, amended to change the name of the Corporation from "GTS Duratek, Inc." to "Duratek, Inc.". Pursuant to Section 104 of the DGCL, the filed Certificate of Ownership and Merger shall have the effect of striking the text of Article First of the Amended and Restated Certificate of Incorporation of the Corporation in its entirety and inserting in lieu thereof the following:

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"<u>First</u>: The name of the corporation is Duratek, Inc."

RESOLVED, FURTHER, that the By-laws of the Corporation, as in effect immediately prior to the effective time of the Merger, shall continue in full force and effect as the By-laws of the surviving corporation until amended or repealed as therein provided, except that the By-laws of the Corporation shall be, and hereby are, amended to delete the name "GTS Duratek, Inc." wherever it may therein appear, and substitute therefor in all such places the name "Duratek, Inc.";

RESOLVED, FURTHER, that the executive officers of the Corporation, including the Chairman. Chief Executive Officer and President, the Executive Vice President and Chief Financial Officer, each Vice President, and the Secretary be, and they hereby are, authorized and directed to make, execute and acknowledge, in the name and under the corporate seal of the Corporation, a Certificate of Ownership and Merger for the purpose of effecting the Merger and to file the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary or appropriate to carry out and effectuate the purpose and intent of the resolutions relating to the Merger.

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RECORDED: 04/02/2001