

6.27.01



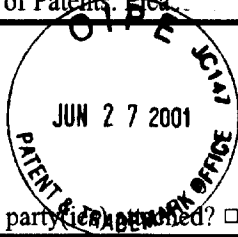
101767228

To the Honorable Commissioner of Patents, Please

copy thereof.

1. Name of conveying party(ies):

Cubic Toll Systems, Inc.



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

Name: Syntonic Technology, Inc.

Address: 10260 Campus Point Drive  
San Diego, California 92121

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

3. Nature of Conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other

Execution Date: October 27, 1997

Additional name(s) and address(es) attached?  Yes  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)

B. Patent No.(s)

5,619,932

Additional numbers attached?  Yes  No

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

BLANK ROME COMISKY & MCCAULEY LLP  
THE FARRAGUT BUILDING  
SUITE 1000  
900 17<sup>TH</sup> STREET, NW  
WASHINGTON, DC 20006

6. Total applications and patents involved: 1

7. Total fee (37 CFR 3.41): \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 23-2185  
(Attach duplicate copy of this page if paying by deposit account)

**DO NOT USE THIS SPACE**

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.*

Michael C. Greenbaum

Name of Person Signing

Signature

June 27, 2001

Date

Registration Number: 28,419

Total number of pages including this cover sheet: 5

Do not detach this portion

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

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

( 17 JUN 2001 12:00 PM 00000011 560753 )

Office of the Secretary of State

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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:

"CUBIC TOLL SYSTEMS, INC.", A NEW YORK CORPORATION,  
WITH AND INTO "SYNTONIC TECHNOLOGY, INC." UNDER THE NAME OF "SYNTONIC TECHNOLOGY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF JUNE, A.D. 1996, AT 10 O'CLOCK A.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1209920

DATE: 06-25-01

2382097 8100M

010305490

PATENT  
REEL: 011934 FRAME: 0432

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING  
CUBIC TOLL SYSTEMS, INC.  
INTO  
SYNTONIC TECHNOLOGY, INC.**

**(UNDER SECTION 253 OF THE GENERAL  
CORPORATION LAW OF THE STATE OF DELAWARE)**

SYNTONIC TECHNOLOGY, INC., a corporation organized and existing under the laws of Delaware, does hereby certify that:

(1) This corporation was incorporated on the 3rd day of March, 1994, pursuant to the General Corporation Law of the State of Delaware.

(2) This corporation owns all of the outstanding shares of the stock of Cubic Toll Systems, Inc., a corporation incorporated on the 17th day of July, 1987, pursuant to the Business Corporation Law of the State of New York.

(3) This corporation, by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members, in accordance with the provisions of Section 253 of the General Corporation Law of the State of Delaware, effective as of May 14, 1996, determined to and did merge into itself said Cubic Toll Systems, Inc.:

RESOLVED, that the directors of this Corporation hereby authorize the merger of its wholly-owned subsidiary, Cubic Toll Systems, Inc., with and into this Corporation and assumes its obligations.

RESOLVED FURTHER, that the merger shall be effective upon the date of filing with the Secretary of State of Delaware.

**RESOLVED FURTHER**, that the proper officer of this corporation be, and he or she hereby is, directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Cubic Toll Systems, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger.

**RESOLVED FURTHER**, that the directors and officers of this Corporation be, and they hereby are, authorized to do or cause to be done all such acts and things to make, execute and deliver, or cause to be made, executed and delivered, in the name of and on behalf of this Corporation, such documents or instruments as may be deemed necessary or advisable in order to fully effectuate the purposes and intent of the foregoing resolution and the transaction referenced therein.

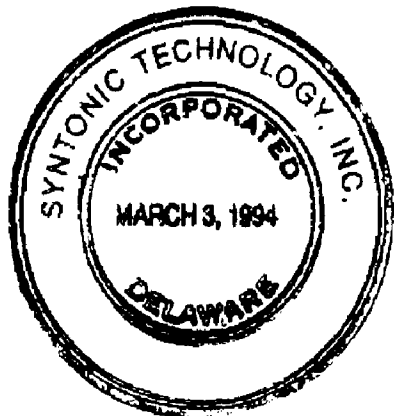
(4) The name of the surviving corporation is Syntonic Technology, Inc.

(5) The Certificate of Incorporation of Syntonic Technology, Inc. shall be the Certificate of Incorporation of the surviving corporation.

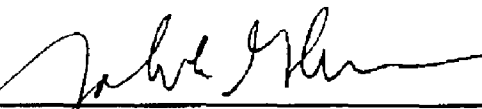
(6) The surviving corporation is a corporation of the State of Delaware.

(7) The authorized capital stock of Cubic Toll Systems, Inc. is 100 shares of Common Stock, no par value.

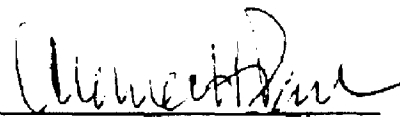
IN WITNESS WHEREOF, Syntonic Technology, Inc. has caused this Certificate to be signed by John E. Glancy, its Chairman of the Board and attested by Aloma H. Park, its Assistant Secretary, on the 4th day of June, 1996.



SYNTONIC TECHNOLOGY, INC.

By:   
John E. Glancy  
Chairman of the Board

ATTEST:

By:   
Aloma H. Park  
Assistant Secretary