

12-28-2001

Form PTO-1595
1-31-92

RE

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Attorney's Docket No. 86R052

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

1. Name of conveying parties:

Rockwell International Corporation
Boeing North American, Inc.Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance: MERGER

Execution Date: December 6, 1996 & December 30, 1999

2. Name and Address of receiving party

Name: The Boeing Company

Internal Address: M/S 110-WSB43, P.O. Box 2515
Seal Beach, CA 90740-1515Street Address: 2201 Seal Beach Blvd.
Seal Beach, CA 90740-1515Additional name(s) & 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) 396,192

B. Patent No.(s) 4,962,309

Additional numbers attached? ☐ Yes ☒ No5. Name and address of party to whom
correspondence concerning document should be
mailed:

Name: The Boeing Company

Internal Address: M/S WSB43, P.O. Box 2515
Seal Beach, CA 90740-1515Street Address: M/S WSB43
2201 Seal Beach Blvd.
Seal Beach, CA 90740-1515

6. Total number of 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: 18-1730

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.*CHARLES T. SILBERBERG
Registration No. 26,584

Signature

Date

12/28/2001 REMED1 00000017 181730 396192

Total number of pages including cover sheet, attachments, and documents: 8

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

PATENT
REEL: 012391 FRAME: 0452



State of Delaware

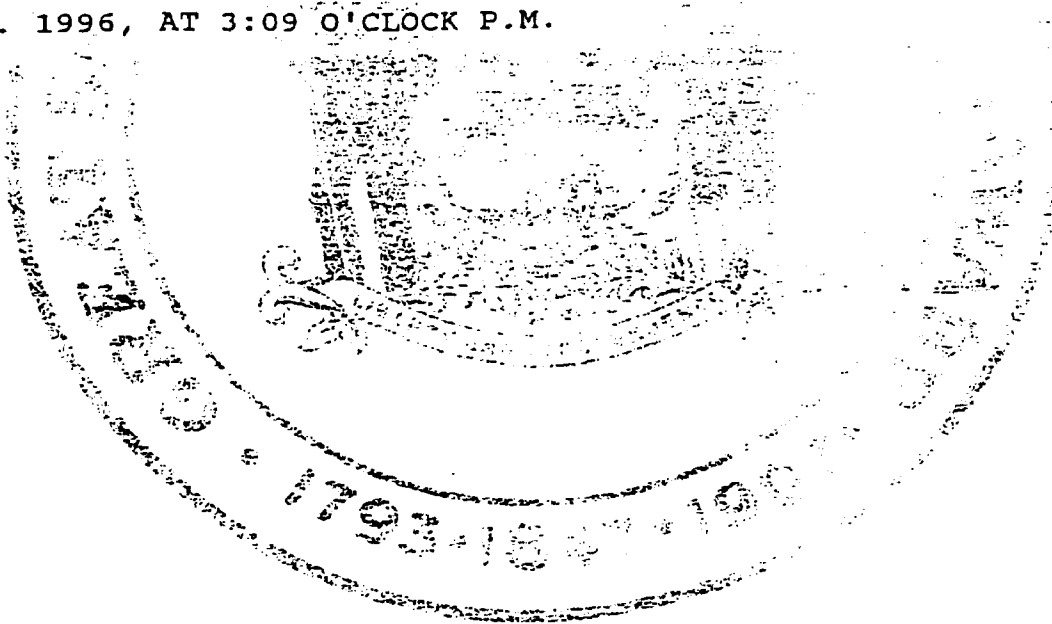
PAGE 1

Office of the Secretary of State

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 MERGER, WHICH MERGES:

"BOEING NA, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ROCKWELL INTERNATIONAL CORPORATION" UNDER THE NAME OF "BOEING NORTH AMERICAN, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF DECEMBER, A.D. 1996, AT 3:09 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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960358175

AUTHENTICATION:

8226873

DATE:

12-06-96

PATENT
REEL: 012391 FRAME: 0453

CERTIFICATE OF MERGER

OF

BOEING NA, INC.

WITH AND INTO

ROCKWELL INTERNATIONAL CORPORATION

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY THAT:

FIRST: The name and state of incorporation of each of the constituent corporations in the merger (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
BOEING NA, INC.	Delaware
ROCKWELL INTERNATIONAL CORPORATION	Delaware

SECOND: An Agreement and Plan of Merger dated as of July 31, 1996 (the "Merger Agreement") among Rockwell International Corporation, a Delaware corporation ("Rockwell"), The Boeing Company, a Delaware corporation ("Boeing"), and Boeing NA, Inc., a Delaware corporation and a wholly owned subsidiary of Boeing, has been approved, adopted, certified, executed and acknowledged by each of the

Constituent Corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: Rockwell International Corporation shall be the surviving corporation of the merger (the "Surviving Corporation").

FOURTH: At the effective time of the merger, the Restated Certificate of Incorporation of Rockwell International Corporation as in effect immediately prior to the effective time of the merger shall be amended (i) so that Article First reads in its entirety as follows: "The name of the Corporation is Boeing North American, Inc." and (ii) so that Article Fourth reads in its entirety as follows: "The aggregate number of shares which the Corporation shall have authority to issue shall be 1000 shares of common stock, par value \$1.00 per share" and, as so amended, such Restated Certificate of Incorporation shall be the Certificate of Incorporation of the Surviving Corporation until thereafter changed or amended as provided therein or by applicable law.

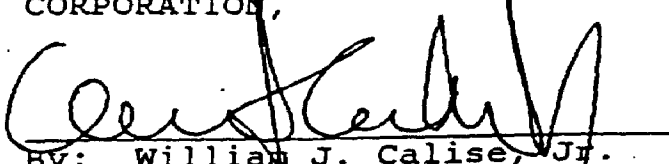
FIFTH: This Certificate of Merger shall become effective at 11:58 p.m. Eastern Standard Time, on December 6, 1996.

SIXTH: The executed Merger Agree.
at an office of the Surviving Corporation located
Seal Beach Boulevard, Seal Beach, California 90740.


SEVENTH: A copy of the Merger Agreement will be
furnished by the Surviving Corporation, upon request and
without cost, to any stockholder of either Constituent
Corporation.

IN WITNESS WHEREOF, this Certificate of Merger has
been executed on this 6th day of December, 1996.

ROCKWELL INTERNATIONAL
CORPORATION,


By: William J. Calise, Jr.
Its: Senior Vice President,
General Counsel and
Secretary

ATTEST:


By: R C SEAMANS
Its: ASSISTANT SECRETARY



Office of the Secretary of State

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 OWNERSHIP, WHICH MERGES:

"BOEING NORTH AMERICAN, INC.", A DELAWARE CORPORATION,


WITH AND INTO "THE BOEING COMPANY" UNDER THE NAME OF "THE BOEING COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1999.

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

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991567979




Edward J. Freel, Secretary of State

AUTHENTICATION: 0171563
DATE: 12-30-99

CERTIFICATE OF OWNERSHIP AND MERGER

OF

BOEING NORTH AMERICAN, INC.

WITH AND INTO

THE BOEING COMPANY

The Boeing Company, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, pursuant to section 253 of the General Corporation Law, DOES HEREBY CERTIFY THAT:

FIRST: The Boeing Company owns all of the outstanding shares of the stock of Boeing North American, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.

SECOND: Pursuant to the resolutions set forth below, The Boeing Company hereby merges with and into itself Boeing North American, Inc., and assumes all of its obligations.

THIRD: The Board of Directors of The Boeing Company, at a meeting duly held on December 13, 1999, adopted the following resolutions:

RESOLVED, That effective December 31, 1999, The Boeing Company shall merge with and into itself Boeing North American, Inc. and Boeing Sunnyvale, Inc. and assume all of their obligations.

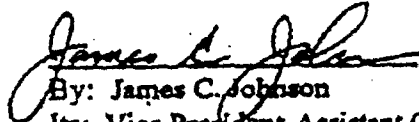
RESOLVED, That the Board of Directors of The Boeing Company may rescind the foregoing resolution at any time before the Certificates of Ownership and Merger filed with the Secretary of State of Delaware become effective, provided that if the Certificates of Ownership and Merger have been filed, Certificates of Termination of Merger shall be filed before the Certificates of Ownership and Merger become effective; and further

RESOLVED FURTHER, That each of the Corporate Secretary and Assistant General Counsel and the Vice President and General Counsel of The Boeing Company be, and they hereby are, authorized to execute Certificates of Ownership and Merger and such other documents, and to take such other actions, as may be necessary or desirable to carry out the intent of the foregoing resolutions."

FOURTH: this Certificate of Ownership and Merger shall become effective at midnight Eastern Standard Time on December 31, 1999.

IN WITNESS WHEREOF, this Certificate of Ownership and Merger has been executed on this 30th day of December, 1999.

THE BOEING COMPANY



By: James C. Johnson

Its: Vice President-Assistant General Counsel
and Corporate Secretary