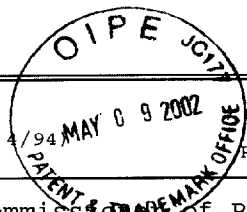


Form PTO-1595 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)



05-15-2002

U.S DEPARTMENT OF COMMERCE Patent and Trademark Office



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Thomson Marconi Sonar Limited

Additional name(s) of conveying party(ies) attached? ___ yes X no

2. Name and address of receiving party(ies)

Name: THALES UNDERWATER SYSTEMS LIMITED

Address: The Grove, Warren Lane Stanmore, Middlesex HA7 4LY United Kingdom

3. Nature of Conveyance:

___ Assignment ___ Merger ___ Security Agreement X Change of Name X Other: Copy of Certificate of Incorporation on Change of Name is attached

Additional name(s) & address(es) attached?

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5.9.02

Execution Date: October 1, 2001

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).

09/447,340

Additional numbers attached? ___ Yes X No

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

Gary R. Edwards, Esquire Crowell & Moring LLP Intellectual Property Group P.O. Box 14300 Washington, D.C. 20044-4300

6. Total number of applications and patents involved: 1

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Gary R. Edwards

May 9, 2002 Date

Name: Gary R. Edwards Reg. No. 31,824

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**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3084140

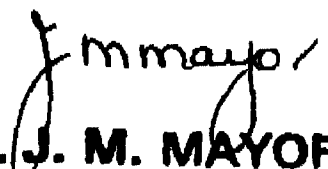
The Registrar of Companies for England and Wales hereby certifies that

THOMSON MARCONI SONAR LIMITED

having by special resolution changed its name, is now incorporated
under the name of

THALES UNDERWATER SYSTEMS LIMITED

Given at Companies House, Cardiff, the 1st October 2001


MRS. J. M. MAYOR
For The Registrar Of Companies



C O M P A N I E S H O U S E