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OMB No. 0651-0027 (exp. 5/31/2002)



S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102605963

Docket No: 90SC079

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

1. Name of conveying party(ies):

Boeing North American, Inc.

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

2. Name and address of receiving party(ies)

Name: **The Boeing Company.**
Internal Address: **100 North Riverside Plaza**
Chicago, IL 60606-1596

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

3. Nature of conveyance:

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

Execution Date: December 30, 1999

4. Application number(s) or patent number(s): 90SC079

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

Patent No.(s): 5,138,165
Issue Date: August 11, 1992

Additional numbers attached? Yes No

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

Name: **John R. Rafter**
Internal Address: **Boeing Management Company**
15460 Laguna Canyon Road
Irvine, CA 92618

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

(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.

John R. Rafter, Registration No. 28,533
Name of Person Signing

Signature

1/5/04
Date

Total number of pages including cover sheet, attachments, and documents: 5

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

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

01/06/2004 LMUELLER 0000065 181730 5138165

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PATENT
REEL: 014227 FRAME: 0706

State of Delaware
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.



Edward J. Freel

Edward J. Freel, Secretary of State

0334807 8100M
991567979

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

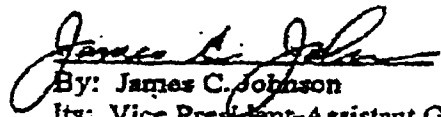
RESOLVED FURTHER, That each of the Corporate Secretary and Assistant General Counsel and the Vice President and General Counsel of The Boeing Company be, and they hereby are, authorized to execute Certificates of Ownership and Merger and such other documents, and to take such other actions, as may be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

04: 2:31 PM

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