Form PTO-1595

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HEET U.S. DEPARTMENT OF COMMERCE

U.S. Patent and Trademark Office

OMB No. 0651-0027 (exp. 5/31/2002)	102739711	Docket No: 89SC049-C
To the Honorable Commissioner of Patents a	and Trademarks: Please record the	attached original documents or copy thereof.
Additional name(s) of conveying party(ies) att  3. Nature of conveyance:  Assignment  X Mei	on Na Inte	me and address of receiving party(ies) me: Boeing North American, Inc. ernal Address: 2201 Seal Beach Blvd. Seal Beach, CA 97040
Other  Execution Date: <u>December 6, 1996</u>	Add	ditional name(s) & address(es) attached?  Yes X No
<ul> <li>Application number(s) or patent num If this document is being filed togeth</li> <li>A. Patent Application No.(s)</li> </ul>	nber(s): <u>89SC049-C</u> ner with a new application, the	Patent No.(s): 5,334,342 Issue Date: August 2, 1994
The state of the s	dditional numbers attached?	Yes X No
5. Name and address of party to whon concerning document should be ma Name: Terje Gudmes: Internal Address: Boeing Manag 15460 Laguna Irvine, CA 926	7. To tad gement Company Canyon Road  8. De	tal number of applications and patents involved: 1 tal fee (37 CFR 3.41)\$40.00  Enclosed  Authorized to be charged to deposit account  posit account number: -1730 In duplicate copy of this page if paying by deposit account)
	DO NOT USE THIS SP	ACE
copy of the original document.  Terje Gudmestad, Registration No. Name of Person Signing  Total number of p	32,232 Signal Si	
Mail documents to be recorded with required cover sheet information to:  Commissioner of Patents & Trademarks, Box Assignments  Washington, D.C. 20231		

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**PATENT** 

**REEL: 015286 FRAME: 0698** 

## 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 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, Secretary of State

0247710 8100M

960360692

**AUTHENTICATION:** 

8230355

DATE:

12-10-96

## 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:

Name

State of Incorporation

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 Agreement is on file at an office of the Surviving Corporation located at 2201 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

RECORDED: 05/04/2004