

PATENT ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/27/1992

CONVEYING PARTY DATA

Name	Execution Date
BE AVIONICS, INC.	05/27/1992

RECEIVING PARTY DATA

Name:	BE AEROSPACE, INC.
Street Address:	1400 Corporate Way
City:	Wellington
State/Country:	FLORIDA
Postal Code:	33414

PROPERTY NUMBERS Total: 1

Property Type	Number
Patent Number:	5727845

CORRESPONDENCE DATA

Fax Number: (704)375-0729
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 704-375-9249
 Email: krp@adamspat.com
 Correspondent Name: Adams Evans P.A.
 Address Line 1: 301 S. Tryon Street
 Address Line 2: 2180 Two Wachovia Center
 Address Line 4: Charlotte, NORTH CAROLINA 28282

ATTORNEY DOCKET NUMBER:	965/129 JMH:KRP
NAME OF SUBMITTER:	Jonathan Hines

Total Attachments: 2
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**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
BEANC CORPORATION
INTO
BE AVIONICS, INC.**

(PURSUANT TO SECTION 253 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE)

BE AVIONICS, INC., a Delaware corporation (the
"Corporation"), does hereby certify:

FIRST: That the Corporation is incorporated pursuant to the
General Corporation Law of the State of Delaware;

SECOND: That the Corporation owns all of the outstanding
shares of each class of the capital stock of BEANC CORPORATION, a
Delaware corporation;

THIRD: That the Corporation, by the following resolutions
of its Board of Directors, duly adopted by a unanimous written
consent dated May 26, 1992, determined to merge into itself BEANC
CORPORATION on the conditions set forth in such resolutions; and

FOURTH: That the Corporation, by the following resolution
of its Board of Directors, duly adopted by a unanimous written
consent dated May 26, 1992, determined, in connection with such
merger, to change its name to BE Aerospace, Inc.;

RESOLVED: That this Corporation merge into itself its
wholly-owned subsidiary, BEANC CORPORATION (the "Merger"), and
assume all of said subsidiary's liabilities and obligations; that
the effective date of the Merger shall be upon the filing of a
Certificate of Ownership and Merger with the Secretary of State
of the State of Delaware; that upon the effective date of the
merger of BEANC CORPORATION into this Corporation, the name of
the surviving corporation shall be changed to BE AEROSPACE, INC.,
in accordance with Section 253(b) of the General Corporation Law
of the State of Delaware; that the officers of this Corporation
at the time in office be, and they are, and each of them acting
singly is, hereby empowered and authorized to make, execute and
acknowledge a Certificate of Ownership and Merger pursuant to
Section 253 of the General Corporation Law of the State of
Delaware, setting forth a copy of the resolutions to merge said
BEANC CORPORATION into this Corporation, to assume said
subsidiary's liabilities and obligations and to change the name
of this Corporation to BE AEROSPACE, INC. and setting forth the
date of adoption thereof and to file the same in the office of
the Secretary of State of Delaware.

RESOLVED: That upon the effective date of the merger
of BEANC CORPORATION into this Corporation, the name of the

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surviving corporation shall be changed to BE AEROSPACE, INC., in accordance with Section 253(b) of the General Corporation Law of the State of Delaware; and that, in connection with such name change, the officers of this Corporation then in office be, and they are, and each of them acting singly is, hereby authorized and empowered, in the name and on behalf of this Corporation, to make any necessary or desirable filings relating to the legal identity of this Corporation in each of Delaware, Massachusetts, Florida, Connecticut, New Jersey and California.

IN WITNESS WHEREOF, said BE AVIONICS, INC. has caused its corporate seal to be affixed and this certificate to be signed by Amin J. Khoury, its Chairman of the Board, and Cheryll Duguay, its Assistant Secretary, this 21 day of May, 1992.

BE AVIONICS, INC.

By: Amin J. Khoury
Chairman of the Board

ATTEST:

By: Cheryll Duguay
Assistant Secretary