

PATENT ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																
NATURE OF CONVEYANCE:	MERGER																
EFFECTIVE DATE:	12/17/1997																
CONVEYING PARTY DATA																	
<table border="1"><tr><td>Name</td><td>Execution Date</td></tr><tr><td>Hughes Aircraft Company</td><td>12/17/1997</td></tr></table>		Name	Execution Date	Hughes Aircraft Company	12/17/1997												
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RECEIVING PARTY DATA																	
<table border="1"><tr><td>Name:</td><td>Raytheon Company</td></tr><tr><td>Street Address:</td><td>870 Winter Street</td></tr><tr><td>City:</td><td>Waltham</td></tr><tr><td>State/Country:</td><td>MASSACHUSETTS</td></tr><tr><td>Postal Code:</td><td>02451</td></tr></table>		Name:	Raytheon Company	Street Address:	870 Winter Street	City:	Waltham	State/Country:	MASSACHUSETTS	Postal Code:	02451						
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PROPERTY NUMBERS Total: 7																	
<table border="1"><tr><td>Property Type</td><td>Number</td></tr><tr><td>Patent Number:</td><td>5187939</td></tr><tr><td>Patent Number:</td><td>5245677</td></tr><tr><td>Patent Number:</td><td>5226615</td></tr><tr><td>Patent Number:</td><td>5324944</td></tr><tr><td>Patent Number:</td><td>5638252</td></tr><tr><td>Patent Number:</td><td>5815302</td></tr><tr><td>Patent Number:</td><td>6113027</td></tr></table>		Property Type	Number	Patent Number:	5187939	Patent Number:	5245677	Patent Number:	5226615	Patent Number:	5324944	Patent Number:	5638252	Patent Number:	5815302	Patent Number:	6113027
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CORRESPONDENCE DATA																	
Fax Number:	(781)522-6465																
Email:	kate_e_emerson@raytheon.com																
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>																	
Correspondent Name:	Kate Emerson c/o Raytheon Company																
Address Line 1:	870 Winter Street																
Address Line 4:	Waltham, MASSACHUSETTS 02451																

PATENT

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REEL: 026922 FRAME: 0910

CH \$280.00 5187939

ATTORNEY DOCKET NUMBER:	HUGHES AIR TO RTN
NAME OF SUBMITTER:	Donald F. Mofford
Total Attachments: 6 source=Merger Hughes Aircraft to Raytheon#page1.tif source=Merger Hughes Aircraft to Raytheon#page2.tif source=Merger Hughes Aircraft to Raytheon#page3.tif source=Merger Hughes Aircraft to Raytheon#page4.tif source=Merger Hughes Aircraft to Raytheon#page5.tif source=Merger Hughes Aircraft to Raytheon#page6.tif	

State of Delaware
Office of the Secretary of State

PAGE 1

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:

"HUGHES AIRCRAFT COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "HE HOLDINGS, INC." UNDER THE NAME OF "HE HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF DECEMBER, A.D. 1997, AT 12 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

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981479413

AUTHENTICATION: 9458970

DATE: 12-14-98

PATENT
REEL: 026922 FRAME: 0912

CERTIFICATE OF OWNERSHIP AND MERGER

OF

HUGHES AIRCRAFT COMPANY
(a Delaware corporation)

INTO

HE HOLDINGS, INC.
(a Delaware corporation)(UNDER SECTION 253 OF THE DELAWARE
GENERAL CORPORATE LAW)

It is hereby certified that:

1. HE Holdings, Inc. (the "Corporation") is a corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of capital stock of Hughes Aircraft Company, a Delaware corporation (the "Subsidiary").
3. The Corporation hereby agrees to merge the Subsidiary into the Corporation (the "Merger").
4. The following are resolutions adopted by the Board of Directors of the Corporation on December 7, 1997:

"Approval of Merger of Hughes Aircraft Company with and into the Corporation"

RESOLVED, that the Hughes Aircraft Company, a Delaware corporation and wholly-owned subsidiary of the Corporation (the "Subsidiary"), be merged with and into the Corporation (the "Sub Merger") pursuant to the provisions of the General Corporation Law of the State of Delaware (the "DGCL"); and

RESOLVED, that the Sub Merger shall be effective on the date (the "Effective Date") of the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware, substantially in the form attached hereto as Annex 9; and

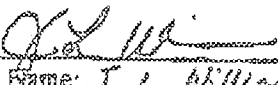
RESOLVED, that pursuant to Section 259 of the DGCL, upon the Effective Date, the separate existence of the Subsidiary shall cease, and the Corporation shall continue its existence as the surviving corporation; and

RESOLVED, that the appropriate officers of the Corporation be, and each of them hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to execute and cause to be filed a Certificate of Ownership and Merger with respect to the Sub Merger with the Secretary of State of the State of Delaware."

5. The Merger shall be effective on the date of the filing of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned, for the purpose of effectuating the Merger, pursuant to the DGCL, under penalties of perjury does hereby declare and certify that this is the act and deed of the Corporation and the facts stated herein are true and accordingly has hereto signed this Certificate of Ownership and Merger as of the 16th day of December 1997.

HE HOLDINGS, INC.

By: 

Name: J. L. Williamson

Title: ASSISTANT SECRETARY

State of Delaware

Office of the Secretary of State

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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:

"RAYTHEON COMPANY", A DELAWARE CORPORATION,

WITH AND INTO "HE HOLDINGS, INC." UNDER THE NAME OF "RAYTHEON COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF DECEMBER, A.D. 1997, AT 3:20 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

0472015 8100M

DATE:

9458971

981479413

12-14-98

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REEL: 026922 FRAME: 0915

CERTIFICATE OF MERGER

OF

RAYTHEON COMPANY

WITH AND INTO

HE HOLDINGS, INC.

Under Section 251

OF

the Delaware General Corporation Law

THE UNDERSIGNED, HE Holdings, Inc. ("Defense") and Raytheon Company ("Raytheon"), in connection with the merger of Raytheon with and into Defense (the "Merger"), hereby certify as follows:

FIRST: The name and the state of incorporation of each of the constituent corporations are:

<u>Name</u>	<u>State of Incorporation</u>
HE Holdings, Inc.	Delaware
Raytheon Company	Delaware

SECOND: An agreement and plan of merger relating to the Merger (the "Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law.

THIRD: The name of the surviving corporation of the Merger is HE Holdings, Inc.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be the Amended and Restated Certificate of Incorporation of HE Holdings, Inc. as filed with the Secretary of State of Delaware on December 12, 1997; provided, however, that Article I thereof shall be amended and restated as of the effectiveness of the Merger to read as follows:

"Article I
Name

The name of the corporation (which is hereafter referred to as the "Corporation") is Raytheon Company."

FIFTH: The merger shall be effective at and as of 5:00 p.m. (Eastern Time) on December 17, 1997.

SIXTH: The executed Agreement of Merger is on file at the principal place of business of the surviving corporation at 141 Spring Street, Lexington, Massachusetts 02173. *at (4)*

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of either constituent corporation.

IN WITNESS WHEREOF, the undersigned corporations have duly executed this Certificate this 17th day of December 1997.

RAYTHEON COMPANY

By: *Thomas D. Hyde*

Name: Thomas D. Hyde

Title: VICE PRESIDENT AND GENERAL COUNSEL

HE HOLDINGS, INC.

By: *J.L. Williamson*

Name: J.L. Williamson

Title: ASST. SECRETARY