State of Delaware

Office of the Secretary of State

PLAINTIFF'S EXHIBIT

NAR-234

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP OF "ALLIED-SIGNAL INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 1987, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 1987.

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2061772 8100

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AUTHENTICATION: 1107026

DATE: 04-30-01

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FILED

SEP 30 1987

SECRETARY OF STATE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

ALLIED CORPORATION

INTO

ALLIED-SIGNAL INC.

ALLIED-SIGNAL INC., a corporation organized under the laws of the State of Delaware, hereby certifies as follows:

FIRST: This corporation was incorporated on May 13, 1985 under the name East/West Newco Corporation.

SECOND: This corporation owns all of the outstanding shares of stock of Allied Corporation, incorporated in the State of New York on December 17, 1920.

THIRD: The laws of the State of New York permit the merger of a domestic corporation into a corporation organized under the laws of another State.

FOURTH: This corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on September 25, 1987, determined to merge into itself Allied Corporation:

> RESOLVED: That the Corporation merge into itself and assume all the liabilities and obligations of The Signal Companies, Inc., a Delaware corporation; Allied Corporation, a New York corporation; and The Garrett Corporation, a California corporation.
>
> RESOLVED: That the merger of The Signal Companies, Inc. into the Corporation shall be effective on September 30, 1987, at 12:01 a.m. EDT; that the merger of Allied Corporation into the Corporation shall be effective on September 30, 1987, at 4:00 p.m. EDT; and that the merger of The Garrett Corporation into the Corporation shall be effective on September 30, 1987, at 8:00 p.m. EDT.

RESOLVED: That in connection with the mergers into the Corporation of The Signal Companies, Inc., Allied Corporation and The Garrett Corporation (collectively, "the Mergers"), the proper officers of the Corporation are authorized to make, execute and file with the Secretary of State of Delaware certificates of ownership and merger in conformity with Delaware law, to cause certified copies thereof to be recorded in the office of the Recorder of Deeds of New Castle County, and to do all other acts and things whatsoever which may in anywise be necessary or proper to effect the Mergers.

FIFTH: This certificate shall become effective on September 30, 1987, at 4:00 p.m. EDT.

IN WITNESS WHEREOF, Allied-Signal Inc. has caused this certificate to be executed this 30th day of September, 1987.

ALLIED-SIGNAL INC.

By: _____
Brian D. Forrow
Senior Vice President,
General Counsel and
Secretary

(Corporate Seal)

_____
Andrew B. Sanet
Assistant Secretary

Certificate of Ownership of "ALLIED-SIGNAL INC.",

a corporation organized and existing under the laws of the State of Delaware,

merging "ALLIED CORPORATION",

a corporation organized and existing under the laws of the State of New York,

pursuant to Section 253 of the General Corporation Law of the State of Delaware,

as received and filed in this office the thirtieth day of September,

A.D. 1987. at 4 o'clock P.M.

And I do hereby further certify that the aforesaid Corporation shall be

governed by the laws of the State of Delaware.

State of Delaware

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ALLIED-SIGNAL INC.", CHANGING ITS NAME FROM "ALLIED-SIGNAL INC." TO "ALLIEDSIGNAL INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF APRIL, A.D. 1993, AT 11:45 O'CLOCK A.M.

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2061772 8100

AUTHENTICATION: 1113638

010213069

DATE: 05-03-01