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MERGER OR SHARE EXCHANGE

Astronics Test Systems Inc.

Certificate of Status	0
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ARTICLES OF MERGER (Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Astronics Test Systems Inc.	Delaware	

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
D M E Corporation	Florida	509848

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on June 4, 2015.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on June 4, 2015.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

[illegible]

**PLAN OF MERGER
OF
D M E CORPORATION WITH AND INTO ASTRONICS TEST SYSTEMS INC.**

This Plan of Merger is entered into as of June 4, 2015 between D M E Corporation, a Florida corporation ("*DME*"), and Astronics Test Systems Inc., a Delaware corporation ("*ATS*"), pursuant to the Business Corporation Act of the State of Florida and the General Corporation Law of the State of Delaware. The parties hereby agree as follows:

1. Parties.

(a) The names of the constituent entities are D M E Corporation and Astronics Test Systems, Inc. (sometimes herein referred to as the "*Constituent Entities*").

(b) The surviving entity is ATS.

2. Effective Date. The effective date of the merger of DME and ATS (the "*Merger*") will be October 5, 2015 (the "*Effective Date*").

3. Merger. On the Effective Date, DME will be merged with and into ATS, which will continue to be governed by the laws of the State of Delaware, and the separate legal existence of DME will thereupon cease. The Merger will be pursuant to the provisions of, and with the effect provided in, the Business Corporation Act of the State of Florida and the General Corporation Law of the State of Delaware.

4. Cancellation of Ownership Interests and Stock. The parties acknowledge that Astronics Corporation is the sole shareholder of each Constituent Entity. Each share of Series A Voting Common Stock and Series B Non-Voting Common Stock of DME issued and outstanding immediately prior to the Effective Date will, by virtue of the Merger and without any action on the part of the holder thereof, be cancelled, without any consideration therefor.

5. Organizational Documents. The Certificate of Incorporation and the By-Laws of ATS in effect immediately prior to the Effective Date shall govern the surviving entity and shall continue in full force and effect until the same shall be altered, amended or repealed as therein provided.

6. Approval. This Plan of Merger has been submitted to and approved by (a) the sole stockholder of DME, as provided by the Business Corporation Act of the State of Florida, and (b) the sole stockholder of ATS, as provided by the General Corporation Law of the State of Delaware, and the organizational documents of the Constituent Entities.

[Signature Page Follows]

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IN WITNESS WHEREOF, the Constituent Entities have caused this Plan of Merger to be executed as of the day and year first above written.

D M E CORPORATION

By:

Name:
Title:

David C. Burney
Secretary & Treasurer

ASTRONICS TEST SYSTEMS INC.

By:

Name:
Title:

David C. Burney
Secretary & Treasurer