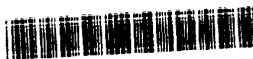


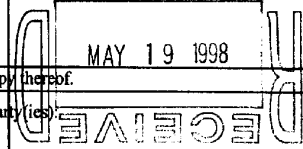
06-10-1998

R SHEET

U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE



100733610



To the Honorable Commissioner of Patent:

1. Name of conveying party(ies):

DENTSPLY International Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation - State DELAWARE
☐ Other

Additional name(s) of conveying party(ies) attached? ☐ yes ☒ no

3. Nature of Conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other

Execution Date: May 14, 1998

2. Name and address of receiving party(ies):

Name: DENTSPLY RESEARCH & DEVELOPMENT CORP.

Internal Address:

Street Address: 2283 Cosmos Court

City: Carlsbad State: California ZIP: 92009

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State DELAWARE
☐ Other

If assignee is not domiciled in the United States, a domestic representative designation is attached ☐ Yes ☐ No
 (Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application number (s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

743,986

1,125,332

1,199,451

1,310,934

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: JAMES B. BIEBER

Internal Address: DENTSPLY INTERNATIONAL INC.

Street Address: 570 WEST COLLEGE AVENUE

City: YORK State: PA Zip 17405-0872

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41): \$ 115.00

☐ Enclosed

☒ Authorized to be charged to deposit account

8. Deposit account number:

04-0780

(Attach duplicate copy of this page if paying by deposit account)

10/1998 BCONTES 00000025 040780 743986

FC:481
PT:482

40.00 CH
75.00 CH

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

James B. Bieber

Name of Person Signing

Signature

Date

May 18, 1998

Total Number of Pages comprising cover sheet: 1

OMB No. 0651-0011(exp. 4/94)

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NUNC PRO TUNC ASSIGNMENT

THIS ASSIGNMENT is made and entered into this 14th day of May, 1998 by and between DENTSPLY International Inc., a Delaware corporation, located at 570 West College Avenue, York, Pennsylvania 17404 ("Assignor") and DENTSPLY RESEARCH & DEVELOPMENT CORP., a Delaware corporation, located at 2283 Cosmos Court, Carlsbad, California 92009 ("Assignee"):

WITNESSETH

WHEREAS, assignor was formerly known as GENDEX Corporation ("GENDEX") and is the surviving corporation of a merger and name change effective June 11, 1993 by which Dentsply International Inc. ("Old Dentsply") was merged with and into GENDEX and the name of GENDEX was changed to DENTSPLY International Inc. as reflected in the Certificate of Merger, a copy of which is attached hereto as Exhibit "A".

WHEREAS, Assignor, under its former name, GENDEX, is the record owner of the registrations in the United States Patent and Trademark Office of the trademarks set forth in Exhibit "B" attached hereto (the "Trademarks").

NOW, THEREFORE, for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor does hereby sell, assign, transfer and set over unto the Assignee its successors

and assigns, all the right, title and interest in, to and under the Trademarks and Registrations thereof, together with the goodwill of the business associated with the use of and symbolized by the Trademarks.

IN WITNESS WHEREOF, the Assignor has caused these presents to be executed by its duly authorized officer on this 14th day of May, 1998.

DENTSPLY International Inc.

By: Brian Addison
Brian M. Addison
Vice President/Secretary/General
Counsel

COMMONWEALTH OF PENNSYLVANIA)
) SS.
COUNTY OF YORK)

On this 14th day of May, 1998, before me, a Notary Public in and for said State and County, appeared the above identified officer of DENTSPLY International Inc., who acknowledged execution of this Assignment as a free act on behalf of Assignor.

Notarial Seal
Nanette L. Porter, Notary Public
York, York County
My Commission Expires Aug. 20, 2001
Member, Pennsylvania Association of Notaries

WORD/Assignmt/NUNCPRO.Gen

Nanette L. Porter
Notary Public

**CERTIFICATE OF MERGER
OF
DENTSPLY INTERNATIONAL INC.
WITH AND INTO
GENDEX CORPORATION**

**Pursuant to Section 251 of the
Delaware General Corporation Law**

Pursuant to Section 251(c) of the Delaware General Corporation Law ("DGCL"), GENDEX Corporation, a Delaware corporation ("Gendex"), hereby certifies the following in connection with the merger (the "Merger") of Dentsply International Inc., a Delaware corporation ("Dentsply"), with and into Gendex:

1. Name and State of Incorporation. The names and states of incorporation of Gendex and Dentsply, which are the only constituent corporations in the Merger (the "Constituent Corporations"), are:

<u>Name</u>	<u>State of Incorporation</u>
GENDEX Corporation	Delaware
Dentsply International Inc.	Delaware

2. Agreement and Plan of Merger. The Agreement and Plan of Merger, dated as of February 8, 1993, by and between Dentsply and Gendex (the "Agreement and Plan of Merger"), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251 of the DGCL.

3. Name of Surviving Corporation. The name of the surviving corporation following the Merger (the "Surviving Corporation") is GENDEX Corporation, whose name shall be amended in the Merger to be Dentsply International Inc.

4. Certificate of Incorporation of Surviving Corporation. The Certificate of Incorporation of the Surviving Corporation shall be amended to read in its entirety as set forth in Appendix A attached hereto and made a part hereof.

5. Agreement and Plan of Merger on File. The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, the address of which is 570 West College Avenue, York, Pennsylvania 17405.

6. Copy of Agreement and Plan of Merger. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation.

IN WITNESS WHEREOF, this Certificate of Merger has been executed this 11th day of June, 1993.

Attest:

GENDEX CORPORATION

By: Allison J. McDonough
Name: Allison J. McDonough
Title: Secretary

By: John J. McDonough
Name: John J. McDonough
Title: Chief Executive Officer

**CERTIFICATE OF INCORPORATION
OF
DENTSPLY INTERNATIONAL INC.**

* * * * *

ARTICLE I

The name of the corporation is Dentsply International Inc.

ARTICLE II

The address of the registered office of the corporation in the State of Delaware is 1209 Orange Street, Wilmington, New Castle County, Delaware, and the name of its registered agent at such address is The Corporation Trust Company.

ARTICLE III

The corporation is authorized to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

ARTICLE IV

A. Number of Shares and Classes. The aggregate number of shares which the corporation shall have the authority to issue is One Hundred Million Two Hundred Fifty Thousand (100,250,000) shares, which shall be divided into two classes as follows:

(1) One Hundred Million (100,000,000) shares of Common Stock, the par value of each of which shares is One Cent (\$.01), amounting in the aggregate to One Million Dollars (\$1,000,000.00); and

(2) Two Hundred Fifty Thousand (250,000) shares of Preferred Stock, the par value of each of which shares is One Dollar (\$1.00), amounting in the aggregate to Two Hundred Fifty Thousand Dollars (\$250,000.00).

B. Preferred Stock. The corporation's board of directors is hereby expressly authorized to provide by resolution or resolutions from time to time for the issue of the Preferred Stock in one or more series, the shares of each of which series may have such voting powers, full or limited, or no voting powers, and such designations, preferences and relative, participating,

optional or other special rights, and qualifications, limitations or restrictions thereof, as shall be permitted under the General Corporation Law of the State of Delaware and as shall be stated in the resolution or resolutions providing for the issue of such stock adopted by the board of directors pursuant to the authority expressly vested in the board of directors hereby.

C. Common Stock.

(1) Voting. Except as otherwise required by the General Corporation Law of the State of Delaware, this Amended Certificate of Incorporation or any series of Preferred Stock designated by the board of directors, all of the voting power of the corporation shall be vested in the holders of the Common Stock and each holder of the Common Stock shall have one (1) vote for each share of such Common Stock held by him of record on all matters voted upon by the Stockholders.

(2) Dividends. Whenever all accrued dividends on any series of Preferred Stock have been paid or declared and a sum sufficient for the payment thereof set aside, the board of directors of the corporation may declare a dividend on the Common Stock out of the remaining unreserved and unrestricted surplus of the corporation, and the holders of the Common Stock shall share ratably in such dividend in proportion to the number of shares of such Common Stock held by each.

(3) Liquidation. Except as otherwise required by any series of Preferred Stock designated by the board of directors, in the event of any voluntary or involuntary liquidation, dissolution or winding up of the corporation, after distribution in full of the preferential amounts to be distributed to the holders of any series of Preferred Stock, the remaining assets of the corporation shall be distributed ratably among the holders of the Common Stock in proportion to the number of shares of such Common Stock held by each.

ARTICLE V

The business and affairs of the corporation shall be managed by or under the direction of a board of directors consisting of such number of directors as is determined from time to time by resolution adopted by affirmative vote of a majority of the entire board of directors; provided, however, that in no event shall the number of directors be less than three (3). The directors shall be divided into three (3) classes, designated Class I, Class II and Class III. Each class shall consist, as nearly as may be possible, of one-third (1/3) of the total number of directors constituting the entire board of directors. Effective upon the filing of this Amended Certificate of Incorporation, Class I directors shall be elected for a term ending upon the next succeeding annual meeting of stockholders, Class II directors for

a term ending upon the second succeeding annual meeting of stockholders and Class III directors for a term ending upon the third succeeding annual meeting of stockholders. At each succeeding annual meeting of stockholders beginning with the annual meeting immediately succeeding the filing of this Amended Certificate of Incorporation, successors to the class of directors whose term expires at such annual meeting shall be elected for a three-year term. If the number of directors is changed, any increase or decrease shall be apportioned among the classes so as to maintain the number of directors in each class as nearly equal as possible, and any additional director of any class elected to fill a vacancy resulting from an increase in such class shall hold office for a term that shall coincide with the remaining term of that class, but in no case will a decrease in the number of directors shorten the term of any incumbent director. A director shall hold office until the annual meeting for the year in which his or her term expires and until his or her successor shall be elected and shall qualify, subject, however, to prior death, resignation, incapacitation or removal from office. Except as otherwise required by law, any vacancy on the board of directors that results from an increase in the number of directors shall be filled only by a majority of the board of directors then in office, provided that a quorum is present, and any other vacancy occurring in the board of directors shall be filled by a majority of the directors then in office, even if less than a quorum, or by a sole remaining director. Any director elected to fill a vacancy not resulting from an increase in the number of directors shall have the same remaining term as that of his or her predecessor. A director may be removed only for cause by the stockholders.

Notwithstanding the foregoing, whenever the holders of any one or more classes or series of stock issued by the corporation shall have the right, voting separately by class or series, to elect directors at an annual or special meeting of stockholders, the election, term of office, filling of vacancies and other features of such directorships shall be governed by the terms of this Amended Certificate of Incorporation applicable thereto and such directors so elected shall not be divided into classes pursuant to this Article V, in each case unless expressly provided by such terms.

ARTICLE VI

The period of existence of the corporation shall be perpetual.

ARTICLE VII

Notwithstanding any other provision of this Amended Certificate of Incorporation or the corporation's by-laws (and notwithstanding the fact that some lesser percentage may be specified by law, this Amended Certificate of Incorporation or the corporation's by-laws), the corporation's by-laws may be amended, altered or repealed, and new by-laws enacted, only by the affirmative vote of not less than two-thirds (2/3) of the outstanding shares of capital stock of the corporation entitled to vote at a meeting of stockholders duly called for such purpose, or by a vote of not less than three-quarters (3/4) of the entire board of directors then in office.

ARTICLE VIII

The name and address of the incorporator is Eric H. Halvorson, 780 North Water Street, Milwaukee, Wisconsin 53202.

ARTICLE IX

The personal liability of the directors of the corporation is hereby eliminated to the fullest extent permitted by Section 102(b)(7) of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented.

ARTICLE X

The stockholders of the corporation shall have no authority to call a special meeting of the stockholders.

ARTICLE XI

No action required to be taken or which may be taken at any annual or special meeting of stockholders of the corporation may be taken without a meeting, and the power of the stockholders to consent in writing, without a meeting, to the taking of any action is specifically denied.

ARTICLE XII

Elections of directors need not be by written ballot unless the by-laws shall so provide.

EXHIBIT A

State of Delaware

Office of the Secretary of State PAGE 1

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER OF "DENTSPLY INTERNATIONAL INC." MERGING WITH AND INTO "GENDEX CORPORATION" UNDER THE NAME OF "DENTSPLY INTERNATIONAL INC." AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF JUNE, A.D. 1993, AT 9:46 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE APPROPRIATE COUNTY RECORDER OF DEEDS ON THE ELEVENTH DAY OF JUNE, A.D. 1993 FOR RECORDING.

* * * * *



William T. Quillen

William T. Quillen, Secretary of State

AUTHENTICATION:

DATE: *3933070

06/11/1993
TRADEMARK

REEL: 1738 FRAME: 0345

931625202

Exhibit B

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
SUPERMIX	743,986	January 22, 1963
PANELIPSE	1,125,332	September 25, 1979
TECHNY	1,199,451	June 29, 1982
GENDEX	1,310,934	December 25, 1984