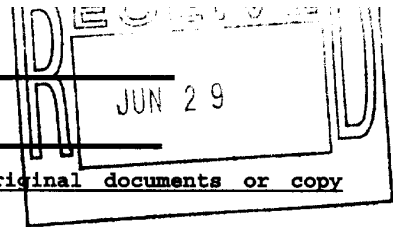


MRD 6-29-98

07-09-1998



100758000



Commissioner of Patents and Trademarks

attached original documents or copy

1. Name of conveying party(ies):

Fisher Scientific Company  
Liberty Lane  
Hampton, New Hampshire 03842

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

Fisher Scientific Company L.L.C.  
Liberty Lane  
Hampton, New Hampshire 03842

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State: Delaware
- Other

- Individual(s) citizenship:
  - Association:
  - General Partnership:
  - Limited Partnership:
  - Corporation-State:
  - Other: Limited Liability Company-Delaware
- If assignee is not domiciled in the United States, a domestic representative designation is attached:

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

- Yes
  - No
- (Designations must be a separate document)
- Additional name(s) & address(es) attached?
- Yes
  - No

Execution Date: January 20, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,900,464  
1,900,463

Additional numbers attached?

Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed: 6. Total number of applications and registrations involved: two (2)

Michael D. Fishman  
Rader, Fishman & Grauer  
1533 North Woodward Avenue  
Suite 140  
Bloomfield Hills, Michigan 48304  
(248) 594-0600

7. Total fee (37 CFR 3.41).....\$65.00  
 Enclosed

Authorized to be charged to deposit account.

8. Deposit Account Number: 18-0013  
(Attach duplicate copy of this page if using deposit account)

DO NOT USE THIS SPACE

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.

Michael D. Fishman  
Name

Signature

6-26-98  
Date

Total number of pages comprising cover sheet 5

19900464  
00000319 180013  
JUN 29 1998

40.00 CH  
25.00 CH  
01 FC:411  
02 FC:482

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TRADEMARK  
REEL: 1749 FRAME: 052

State of Delaware  
Office of the Secretary of State

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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 MERGER, WHICH MERGES:

"FISHER SCIENTIFIC COMPANY", A DELAWARE CORPORATION,  
WITH AND INTO "FISHER SCIENTIFIC COMPANY L.L.C." UNDER THE NAME OF "FISHER SCIENTIFIC COMPANY L.L.C.", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF JANUARY, A.D. 1998, AT 9 O'CLOCK A.M.

2843977 8100M

981168910



A handwritten signature in cursive script, reading "Edward J. Freel".

---

Edward J. Freel, Secretary of State

9065581

AUTHENTICATION:

05-06-98

DATE:

TRADEMARK

REEL: 1749 FRAME: 0525

**CERTIFICATE OF MERGER**

**OF**

**FISHER SCIENTIFIC COMPANY**  
a Delaware corporation

**INTO**

**FISHER SCIENTIFIC COMPANY L.L.C.**  
a Delaware limited liability company

The undersigned, Fisher Scientific Company L.L.C., a Delaware limited liability company formed and existing under and by virtue of the Delaware Limited Liability Company Act (the "Act"), hereby certifies as follows:

**FIRST:** The name and jurisdiction of formation or organization of each of the constituent business entities which is to merge are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Fisher Scientific Company (the "Merging Corporation")	Delaware
Fisher Scientific Company L.L.C. (the "Surviving LLC")	Delaware

**SECOND:** An Agreement and Plan of Merger providing for the merger of the Merging Corporation with and into the Surviving LLC has been approved, adopted, certified, executed and acknowledged in accordance with Section 264 of the Delaware General Corporation Law and in accordance with Section 18-209 of the Act by each of the constituent business entities.

**THIRD:** The name of the surviving Delaware limited liability company is "Fisher Scientific Company L.L.C."

**FOURTH:** The merger of the Merging Corporation with and into the Surviving LLC shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.


**FIFTH:** The executed Agreement and Plan of Merger is on file at a place of business of the Surviving LLC located at Liberty Lane, Hampton, New Hampshire 03842.

**SIXTH:** A copy of the Agreement and Plan of Merger will be furnished by the Surviving LLC, on request and without cost, to any member of the Surviving LLC and to any stockholder of the Merging Corporation.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed by the undersigned as a duly authorized person of the Surviving LLC as of the 20<sup>th</sup> day of January, 1998.

FISHER SCIENTIFIC COMPANY L.L.C.

By: Fisher Scientific Company,  
its Manager

By:   
Name: Todd M. DuChene  
Title: Vice President

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