

12-09-1998



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

MW 11-30-98

To: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
9 30 98

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
9 22 98

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1823 FRAME: 0711

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1961950"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Kelly C. Scott, Esq.

Name of Person Signing



Signature

11/25/98

Date Signed

RECEIVED

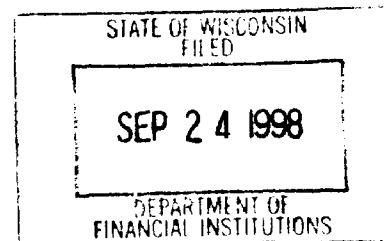
SEP 23 1998

WISCONSIN
DFI

ARTICLES OF MERGER
OF
CARR-SCARBOROUGH MICROBIOLOGICALS, INC.,
CLINICAL STANDARDS LABS, INC. AND
MICRO-BIO PRODUCTS, INCORPORATED
WITH AND INTO
REMEL INC.

The undersigned, Remel Inc., a Wisconsin corporation ("Parent"), desiring to give notice of corporate action effectuating the merger of its wholly-owned subsidiaries, Carr-Scarborough Microbiologicals, Inc., a Georgia corporation, Clinical Standards Labs, Inc., a California corporation, and Micro-Bio Products, Incorporated, an Arizona corporation, (together the "Subsidiaries") into Parent, and acting by its officers and pursuant to Sections 180.1104 and 180.1107 of the Wisconsin Business Corporation Law and the applicable provisions of Georgia, California and Arizona law, hereby certifies the following:

1. Stock Ownership. Parent owns all of the issued and outstanding stock of the Subsidiaries.
2. Plan of Merger. The Board of Directors of Parent has adopted a Plan of Merger in accordance with Section 180.1104 of the Wisconsin Business Corporation Law and the applicable provisions of Georgia, California and Arizona law. A copy of the Plan of Merger is attached hereto as Exhibit A. Shareholder approval of the Plan of Merger was not required.
3. Effective Time. The merger shall be effective as of 11:59 p.m. CDT on September 30, 1998.

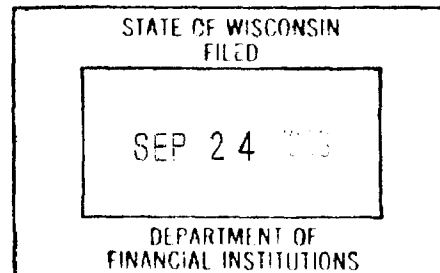


IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Merger to be executed this 22nd day of September, 1998.

REMEL INC.

By: R. Jeffrey Harris
R. Jeffrey Harris, Assistant Secretary

This instrument was drafted by:
Walter J. Skipper
c/o Quarles & Brady
411 East Wisconsin Avenue
Milwaukee, WI 53202-4497



**PLAN OF MERGER
OF
CARR-SCARBOROUGH MICROBIOLOGICALS, INC.,
CLINICAL STANDARDS LABS, INC. AND
MICRO-BIO PRODUCTS, INCORPORATED
WITH AND INTO
REMEL INC.**

WHEREAS, Remel Inc. ("Parent"), a Wisconsin corporation, owns all of the outstanding shares of stock of Carr-Scarborough Microbiologicals, Inc., a Georgia corporation, Clinical Standards Labs, Inc., a California corporation, and Micro-Bio Products, Incorporated, an Arizona corporation, (together the "Subsidiaries"); and

WHEREAS, the Board of Directors of Parent deems it advisable for the general welfare and advantage of Parent and the Subsidiaries that the Subsidiaries be merged into Parent;

NOW, THEREFORE, the terms and conditions of the merger of the Subsidiaries into Parent (the "Merger") are as follows:

ARTICLE I

MERGER; EFFECTIVE TIME

At the Effective Time of the Merger (as hereinafter defined) the separate existence of the Subsidiaries shall cease and the Subsidiaries shall be merged into Parent pursuant to Section 180.1104 of the Wisconsin Business Corporation Law and the applicable provisions of Georgia, California and Arizona law. The Effective Time of the Merger shall be 11:59 p.m. CDT on September 30, 1998.

ARTICLE II

SHARES OF PARENT AND THE SUBSIDIARIES

1. Parent Shares. The Merger shall not effect any change in the stock of Parent.
2. Subsidiary Shares. Each share of stock of each of the Subsidiaries issued and outstanding or in the treasury of the Subsidiaries shall be retired and canceled at the Effective Time of the Merger, and no shares of stock of the Parent or other consideration shall be issued in exchange therefor.

ARTICLE III

EFFECT OF MERGER

The effect of the Merger shall be as provided in Section 180.1106 of the Wisconsin Business Corporation Law, Section 14-2-1106 of the Georgia Business Corporation Code, Section 1107 of the California General Corporation Law and Section 10-1106 of the Arizona Business Corporation Act.

ARTICLE IV

FEDERAL INCOME TAX EFFECT

This Plan of Merger is intended to constitute a plan of reorganization within the meaning of Section 368 of the Internal Revenue Code of 1986, as amended.

ARTICLE V

TERMINATION AND ABANDONMENT

At any time prior to the Effective Time of the Merger, this Plan of Merger may be terminated and abandoned by the Board of Directors of Parent. In the event of such termination and abandonment of this Plan, this Plan shall become void and of no effect.

* * * * *

