

REC

04-06-1999

HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings

3/29/99



101002296

checked original documents or copy thereof.

To the Honorable Commissioner of Pat

1. Name of conveying party(ies):

IMED CORPORATION

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: IVAC HOLDINGS, INC.

Internal Address:

Street Address: 10221 WATERIDGE CIRCLE
SAN DIEGO CA 92121-2733
City: State: ZIP:

- 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

3. Nature of conveyance:

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

Execution Date: NOVEMBER 26, 1996

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

A. Trademark Application No.(s)

MICROSET

B. Trademark Registration No.(s)

1,234,461

Additional numbers attached? Yes No

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

Name: NEIL K. NYDEGGER

Internal Address:

04/05/1999 ISHBAZZ 00000113 1234461

01 FC:481 40.00 OP

Street Address: 4350 LA JOLLA VILLAGE DRIVE

SUITE 950

City: SAN DIEGO State: CA ZIP: 92122

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 40

Enclosed check # 11534

Authorized to be charged to deposit account

8. Deposit account number:

14-1519

(Attach duplicate copy of this page if paying by 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.

NEIL K. NYDEGGER

Name of Person Signing

Neil K. Nydegger
Signature

3-24-99

Date

Total number of pages including cover sheet, attachments, and document:

Office of the Secretary of State

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:

"IMED CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "IVAC HOLDINGS, INC." UNDER THE NAME OF "IVAC HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF NOVEMBER, A.D. 1996, AT 12:10 O'CLOCK P.M.



2443442 8100M

981053447

A handwritten signature in black ink, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 8970619

DATE: 03-13-98

TRADEMARK
REEL: 1878 FRAME: 0094

CERTIFICATE OF MERGER
MERGING IMED CORPORATION
INTO IVAC HOLDINGS, INC.

(Pursuant to Section 251 of the
Delaware General Corporation Law)

IVAC Holdings, Inc., a Delaware Corporation (the
"Corporation") DOES HEREBY CERTIFY that:

I. The name and state of incorporation of each
of the constituent corporations is as follows:

<u>Name</u>	<u>State of Incorporation</u>
IVAC Holdings, Inc.	Delaware
IMED Corporation	Delaware

II. An agreement and plan of merger (the
"Agreement and Plan of Merger") has been approved, adopted,
certified, executed and acknowledged by each of the
constituent corporations in accordance with Section 251 of
the DGCL.

III. IVAC Holdings, Inc. will be the surviving
corporation.

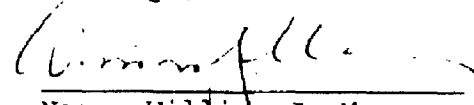
IV. The Restated Certificate of Incorporation of
IVAC Holdings, Inc. shall be the certificate of
incorporation of the surviving corporation.

V. The executed Agreement and Plan of Merger is
on file at the principal place of business of the
Corporation, 10221 Wateridge Circle, San Diego, CA 92121.

VI. A copy of the Agreement and Plan of Merger
will be furnished by the Corporation, on request and without
cost, to any stockholder of either constituent Corporation.

IN WITNESS WHEREOF, this Certificate of Merger has
been executed by the undersigned as of the 26th day of
November, 1996.

IVAC Holdings, Inc.

By: 
Name: William J. Mercer
Title: President

11/21/96:3:12 pm
29340/1310/SS/116068.2