

05-13-1999

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



101036659

4.19.99

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Instromedix, Inc.
7431 N.E. Evergreen Pkwy, Suite 120
Hillsboro, Oregon 97124-5898

- Individual(s)
- General Partnership
- Corporation-State- Oregon
- Other

- Association
- Limited Partnership

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

3. Nature of Conveyance:

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

Execution Date: July 13, 1998

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

Name: ALARIS Medical Systems, Inc.

Internal Address: Building A

Street Address: 10221 Wateridge Circle

City San Diego State CA ZIP 92121

- 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
(Designation must be a separate document from Assignment)

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

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

A. Trademark Application No.(s)

see attached schedule

B. Trademark Registration No.(s)

see attached schedule

Additional numbers attached? Yes No

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

Name: Thomas A. Runk

Internal Address: 10th Floor

Street Address: 10877 Wilshire Blvd.

City: Los Angeles State: CA ZIP 90024

05/10/1999 DNGUYEN 00000136 75465719

01 FC:481
02 FC:482

40.00 OP
600.00 OP

DO NOT USE THIS SPACE

6. Total No. of applications and registrations involved: 24

7. Total fee (37 CFR 3.41):.....\$ 640.00

- Enclosed
- Authorized to be charged to deposit account
- Any deficiencies in enclosed fees

8. Deposit account number: 06-2425

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

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.

Thomas A. Runk

Name of Person Signing

Signature

April 13, 1999

Date



04-19-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #34

MERGER BETWEEN INSTROMEDIX, INC., and ALARIS MEDICAL SYSTEMS, INC.

TRADEMARK APPLICATIONS

<u>MARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
LIFESIGNS	75/465,719	04/09/98
LIFESIGNS COMMANDER	75/465,720	04/09/98
LIFESIGNS SHUTTLE	75/465,721	04/09/98



04-19-1999

U.S. Patent & TMO/c/TM Mail Rept Dt. #34

TRADEMARK REGISTRATIONS

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
INSTROMEDIX	952,742	02/06/73
IMX	953,181	02/13/73
QRSSTAT	965,664	08/07/73
COMPRESSAR	980,619	03/12/74
PACER-TRACER	1,064,846	05/03/77
MINI-CLINIC	1,098,017	08/01/78
SELF CHECK and Design	1,154,745	05/19/81
CARDIOMEMO	1,190,542	02/23/82
CARDIODIARY	1,196,145	05/25/82
TELELAB	1,307,535	11/27/84
KING OF HEARTS	1,513,501	11/22/88
BUDDY SYSTEM	1,619,695	10/30/90
CARDIOMAGIC	1,679,252	03/17/92
KING OF HEARTS EXPRESS	1,773,541	05/25/93
CARRYALL	1,810,256	12/07/93
HEART WATCH	1,851,923	08/30/94



04-19-1999

U.S. Patent & TMOfo/TM Mail Rcpt Dt. #34

TRADEMARK REGISTRATIONS

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
ACE OF HEARTS	1,914,157	08/22/95
IMX and Design	1,966,438	04/09/96
HEARTCARD	2,144,826	03/17/98
Misc. Design	2,154,359	04/28/98
RHYTHMCARD	2,159,880	05/26/98
Misc. Design	2,175,816	07/21/98

State of Delaware
Office of the Secretary of State

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 OWNERSHIP, WHICH MERGES:

"INSTROMEDIX, INC.", A OREGON CORPORATION,

WITH AND INTO "ALARIS MEDICAL SYSTEMS, INC." UNDER THE NAME OF "ALARIS MEDICAL SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF JULY, A.D. 1998, AT 9 O'CLOCK A.M.



2443442 8100M

981374968

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 9325325

DATE: 09-28-98

TRADEMARK
REEL: 1896 FRAME: 0556

CERTIFICATE OF OWNERSHIP AND MERGER

OF

INSTROMEDIX, INC.

(an Oregon corporation)

into

ALARIS MEDICAL SYSTEMS, INC.

(a Delaware corporation)

It is hereby certified that:

1. **ALARIS Medical Systems, Inc. (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.**
2. **The Corporation is the owner of all of the outstanding shares of stock of Instromedix, Inc. ("Instromedix") which is a business corporation of the State of Oregon.**
3. **The laws of the jurisdiction of organization of Instromedix permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.**
4. **The Corporation hereby merges Instromedix into the Corporation.**
5. **The following is a copy of the resolutions adopted on July 13, 1998 by the Board of Directors of the Corporation to adopt the plan of merger to merge Instromedix into the Corporation (the "Plan"):**

RESOLVED, as the Board deems it advisable and in the best interests of the Corporation to adopt the plan of merger, the form, terms and provisions of the Plan be, and they hereby are, approved and adopted in all respects; and be it further

RESOLVED, any director and the appropriate officers of the Corporation be, and each of them acting individually hereby is, authorized and directed to take such steps as are necessary and proper under the laws of the State of Delaware and the State of Oregon to effect the Merger; and be it further

RESOLVED, that the Chairman of the Board, any other director of the Corporation and any officer of the Corporation be, and each hereby singly is, authorized, directed and empowered to execute, deliver and perform all such

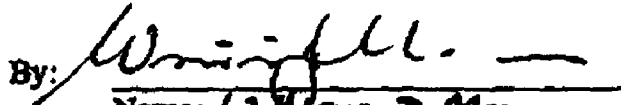
additional documents, instruments and certificates and take all such other action as they, or any of them deem necessary appropriate or desirable to carry out the purposes and intent of the foregoing resolutions, the execution and delivery thereof being conclusive evidence of such determination; and be it further

RESOLVED, that the Corporation, as sole shareholder of Instrumedix, hereby waives the necessity of all mailings of notice and a copy or summary of the Plan; and be it further

RESOLVED, that all actions heretofore taken by the officers, directors, employees, agents and attorneys for the Corporation in connection with the transactions described in the foregoing resolutions be, and they hereby are, ratified, confirmed and approved.

Executed on: July 13, 1998

ALARIS MEDICAL SYSTEMS, INC.

By: 
Name: *William J. Mercer*
Title: *President*