

MED  
1-31-2000

02-29-2000

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Docket No.:  
89340/97-005



101279083

Tab settings

To the Honorable Commissioner of I

he attached original documents or copy thereof.

1. Name of conveying party(ies):

MEDRAD, INC.

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

- Association
- Limited Partnership

Additional names(s) of conveying party(ies)  Yes  No

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

Name: MEDRAD, INC.

Internal Address:

Street Address: One Medrad Drive

City: Indianola State: PA ZIP: 15051

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Delaware

Other

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

3. Nature of conveyance:

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

Execution Date: April 19, 1996

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,836,109

Additional numbers  Yes  No

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

Name: Gregory L. Bradley

Internal Address: MEDRAD, INC.

Street Address:

One Medrad Drive

City: Indianola State: PA ZIP: 15051

6. Total number of applications and registrations involved:.....

1

7. Total fee (37 CFR 3.41):.....\$ \$40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

13-2530

02/29/2000 TTON11 00000032 132530 1836109

01 FC:581 40.00 CH

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.

Gregory L. Bradley

Name of Person Signing

Signature

January 27, 2000

Date

Total number of pages including cover sheet, attachments, and

5

TRADEMARK

REEL: 002027 FRAME: 0419

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:

"MEDRAD, INC.", A PENNSYLVANIA CORPORATION, WITH AND INTO "MEDRAD, INC." UNDER THE NAME OF "MEDRAD, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF MAY, A.D. 1996, AT 11:30 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2585748 8100M

960241089

AUTHENTICATION:

8072411

DATE:

08-19-96

TRADEMARK

REEL: 002027 FRAME: 0420

**CERTIFICATE OF MERGER**

**OF MEDRAD, INC.  
a Pennsylvania Corporation**

**INTO**

**MEDRAD, INC.  
a Delaware Corporation**

The undersigned corporation

**DOES HEREBY CERTIFY:**

**FIRST:** That the name and state of incorporation of each of the constituent corporations of the Merger (as defined below) is as follows:

<u>Name</u>	<u>State of Incorporation</u>
MEDRAD, INC.	PENNSYLVANIA
MEDRAD, INC.	DELAWARE

**SECOND:** That an Agreement and Plan of Merger dated as of APRIL 19, 1996 (the "Merger Agreement"), between such corporations providing for the merger (the "Merger") of MEDRAD, Inc., a Pennsylvania corporation (the "Medrad-PA"), with and into MEDRAD, Inc., a Delaware corporation ("Medrad-DE"), with Medrad-DE as the surviving corporation (as such, the "Surviving Corporation"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of subsection 252 of the General Corporation Law of the State of Delaware (the "DGCL") and section 1921(b) of the Business Corporation Law of the Commonwealth of Pennsylvania (the "PBCL").

**THIRD:** That the Merger Agreement was duly approved and adopted pursuant to a Written Consent of Sole Stockholders of Medrad-PA, in accordance with Section 1766 of the PBCL.

**FOURTH:** That the Merger Agreement was duly approved and adopted pursuant to a Written Consent of Sole Stockholder of Medrad-DE, in accordance with Section 228 of the DGCL.

**FIFTH:** That the name of the surviving corporation shall be Medrad, Inc.

SIXTH: That the Certificate of Incorporation of Medrad-DE in effect immediately prior to the Merger, ~~as copy of which is attached hereto as Exhibit A~~, shall be the Certificate of Incorporation of the Surviving Corporation.

SEVENTH: That the executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, the address of which, upon the Merger, will be in the care of Medrad, Inc., 271 Kappa Drive, Pittsburgh, PA 15238.

EIGHTH: That a copy of the Merger Agreement will be furnished, on request and without cost, to any stockholder of any constituent corporation.

NINTH: That the authorized capital stock of Medrad-PA is 1,000 shares of Common Stock par value of \$0.01 per share.

TENTH: That this Certificate of Merger and the Merger shall be effective at the time this certificate of merger is filed.

Dated: APRIL 19, 1996

MEDRAD, INC.  
a Delaware Corporation

By: Michael T. Howard  
Secretary