

04-05-2000



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OPR/FINANCE RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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
Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

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

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

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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: 002043 FRAME: 0323

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="1,386,623"/>	<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.

Scott S. Havlick, Esq.

2/27/00

Name of Person Signing

Signature

Date Signed

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 MERGER, WHICH MERGES:

"R&D SYSTEMS COMPANY", A COLORADO CORPORATION,

WITH AND INTO "R&D SYSTEMS COMPANY" UNDER THE NAME OF "R&D SYSTEMS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF MARCH, A.D. 1996, AT 9:01 O'CLOCK A.M.



Edward J. Freel, Secretary of State

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AUTHENTICATION: 9730929

DATE: 05-07-99

TRADEMARK

REEL: 002043 FRAME: 0325

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:01 AM 03/12/1996
960071517 - 2599122

**CERTIFICATE OF MERGER
OF
R&D SYSTEMS COMPANY
INTO
R&D SYSTEMS COMPANY**

The undersigned corporation organized and existing under and by virtue of the Delaware General Corporation Law does hereby certify as follows:

1. The name and state of incorporation of each of the constituent corporations participating in the merger is as follows:

R&D Systems Company
Colorado

R&D Systems Company
Delaware

2. The Agreement and Plan of Merger in the form attached hereto has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the Delaware General Corporation Law, to wit by R&D Systems Company, a Colorado corporation ("R&D Colorado"), in accordance with the laws of the State of Colorado, and by R&D Systems Company, a Delaware corporation ("R&D Delaware") in the same manner as is provided in Section 252 of the Delaware General Corporation Law.

3. R&D Delaware will continue its existence as the surviving corporation under its present name upon the effective date of the merger pursuant to the provisions of the Delaware General Corporation Law.

4. The certificate of incorporation of R&D Delaware, as now in force and effect, shall continue to be the certificate of incorporation of the surviving corporation until amended and changed pursuant to the provisions of the Delaware General Corporation Law.

5. The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation at 5225 North Academy Boulevard, Suite 150, Colorado Springs, CO 80918.

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

7. The authorized capital stock of R&D Colorado consists of 500,000 shares of common stock, \$0.001 per value per share, and 100,000 shares of preferred stock, \$0.001 per value per share.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of the 11-day of March, 1996.

R&D SYSTEMS COMPANY

By: *[Signature]*
Name: CHAIRMAN of the Board
Title: CHRY M. ADRIAN

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