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U.S. Department of Commerce
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Document ID #
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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

Name

Execution Date
Month Day Year

Formerly

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

Receiving Party

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Name

DBA/AKA/TA

Composed of

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- Individual General Partnership Limited Partnership Association
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Pages Enter the total number of pages of the attached conveyance document including any attachments.

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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="1,808,868"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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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.

Sarah K. Gagan
Name of Person Signing

Sarah Gagan
Signature

9/28/00
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 OWNERSHIP, WHICH MERGES:

"LECROY CORPORATION", A NEW YORK CORPORATION,
WITH AND INTO "LECROY MERGER CORPORATION" UNDER THE NAME OF "LECROY CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF AUGUST, A.D. 1995, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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971081921

AUTHENTICATION: 8372663
03-13-97
DATE:

TRADEMARK
REEL: 002178 FRAME: 0680

CERTIFICATE OF OWNERSHIP AND MERGER

OF

LECROY CORPORATION
(a New York corporation)

WITH AND INTO

LECROY MERGER CORPORATION
(a Delaware corporation)

LeCroy Corporation, a New York corporation, hereby certifies as follows:

1. LeCroy Corporation is the parent corporation and owns 100% of the issued and outstanding shares of capital stock of LeCroy Merger Corporation, a Delaware corporation.
2. The Board of Directors of LeCroy Corporation duly adopted the following resolutions on July 7, 1995:

***RESOLVED:** To merge LeCroy Corporation with and into its wholly owned subsidiary corporation, LeCroy Merger Corporation, a Delaware corporation, with LeCroy Merger Corporation to be the surviving corporation in such merger, pursuant to which, among other things, as of the effective time of such merger, the Certificate of Incorporation of LeCroy Merger Corporation will be amended to change the name of that corporation to "LeCroy Corporation," *provided*, that such merger may be abandoned by resolution of LeCroy Corporation's directors at any time prior to the effective time of such merger.

***RESOLVED:** That pursuant to the Agreement and Plan of Merger between LeCroy Corporation and LeCroy Merger Corporation, as of the effective time of the merger of such corporations, each share of LeCroy Corporation's Common Stock, Class B Stock, and Class C Stock, respectively, each \$.005 par value per share, that is issued and outstanding or held in treasury immediately before such effective time, automatically and without

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further action, will be converted into 0.434788 of one fully paid and non-assessable share of the Common Stock, Series B Preferred Stock, or Series C Preferred Stock, as the case may be, each \$.01 par value per share, of LeCroy Merger Corporation; and that as of such effective time, each share of the capital stock of LeCroy Merger Corporation that is issued and outstanding or held in treasury immediately before such effective time, automatically and without further action, will be canceled without payment of any consideration therefor."

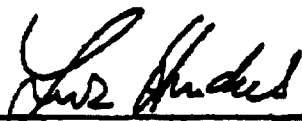
3. LeCroy Merger Corporation will be the surviving corporation in the merger; and as of the effective time of the merger, the Certificate of Incorporation of LeCroy Merger Corporation is hereby amended to change the name of such corporation to "LeCroy Corporation."

4. The merger of LeCroy Corporation with and into LeCroy Merger Corporation shall be effective upon filing of this Certificate of Ownership and Merger in the office of the Secretary of State of the State of Delaware.

5. The proposed merger been adopted, approved, certified, executed, and acknowledged by LeCroy Corporation in accordance with the laws of the State of New York.

Executed as of August 3, 1995.

LECROY CORPORATION

By 
Lutz P. Henckels
Authorized Officer

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