

04-18-2001



101678419

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

BOX ASSIGNMENTS, Commissioner of Patents and Trademarks, Washington, D.C. 20231
Please record and index the attached original documents or copy thereof.

1. Name of conveying party(ies): **Marquette Medical Systems, Inc.**
State of Wisconsin_Corporation

4-5-01

3. Nature of Conveyance: **Second Amended and Restated Articles of Incorporation of GE Marquette Medical Systems, Inc.**
Execution Date: **December 8, 1998**

2. Name and address of receiving party(ies):
Name: **GE Marquette Medical Systems, Inc.**
Address: **8200 West Tower Avenue**
City: **Milwaukee** State: **WI** Zip: **53223**
Type of Company: **Corporation**
Corporation-State: **a Wisconsin**

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. A. Trademark Application No.(s) See attached B. Trademark Registration No.(s) See attached

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Thomas A. Miller
Michael Best & Friedrich LLP
100 East Wisconsin Avenue
Milwaukee, Wisconsin 53202-4108

6. Total number of applications and registrations involved: **_66**

7. Total fee (37 CFR 3.41):.....\$ **1,665.00**
 Enclosed
 Deficiencies in fee charged to deposit account

8. Deposit account number: **13-3080**

4/18/2001 TDIAZ1 00000030 74609067
1 FC:481 40.00 CP
2 FC:482 1625.00 CP

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.

Thomas A. Miller
Name of Person Signing

Signature

April 4, 2001
Date

Total number of pages including cover sheet, attachments, and document: **7**

OMB No. 0851-0011 (exp. 4/94)TFORMITMASSIGN Attorney File 39199/9516

United States Postal Service Express Mail Mailing Label No. EL700651629US

cc: Docketing

TRADEMARK
REEL: 002271 FRAME: 0064

Marquette Medical Systems, Inc. to
GE Marquette Medical Systems, Inc.

Mark	Appl. No.	Filed	Reg. No.	Issued
ACCUSKETCH	74/609067	12/9/94	2,012,583	10/29/96
ACCUVISION	74/430679	8/31/93	1,845,457	11/19/94
APEX	74/503079	3/22/94	1,934,197	11/7/95
AQUA-KNOT	74/045222	4/2/90	1,631,478	1/15/91
ARCHIVIST	74/359617	2/16/93	1,794,980	9/28/93
AUTOSEQ	75/051349	1/31/96	2,060,087	5/6/97
BABY MAC	74/224153	11/22/91	1,759,707	3/23/93
CARDIOSERV	75/025959	12/1/95	2,072,755	6/17/97
CARDIOSMART	75/026597	12/1/95	2,112,797	11/11/97
CARDIOSYS	75/025960	12/1/95	2,100,102	9/23/97
CARDIOWINDOW	75/021300	11/17/95	2,157,220	5/12/98
CASE	73/329432	9/24/81	1,225,868	2/1/83
CD TELEMETRY	73/834446	10/27/89	1,650,053	7/9/91
CENTRA	74/098813	9/19/90	1,672,507	1/21/92
CRG PLUS	74/493948	2/24/94	1,880,512	2/28/95
DASH	75/282623	4/24/97	2,194,335	10/6/98
DASH	75/200238	11/19/96	2,194,172	10/6/98
Design Only	74/353788	1/29/93	1,800,630	10/26/93
E FOR M	74/133616	1/25/91	1,713,367	9/8/92
EAGLE	74/153746	4/1/91	1,749,334	1/26/93
IMPACT.WF	75/303206	6/4/97	2,232,888	3/16/99
INTELLIMOTION	75/147768	8/9/96	2,166,400	6/16/98
IQA	75/288211	5/7/97	2,232,849	3/16/99
LASER SXP	74/084614	8/3/90	1,673,267	1/28/92
MAC	73/329456	9/24/81	1,213,173	10/19/82
MAC-LAB	74/606003	11/9/94	1,939,749	12/5/95
MACTRODE	73/681198	8/28/97	1,486,043	4/26/88
MANAGED USE	75/492605	5/28/98	2,268,837	8/10/99
MARQUETTE	74/378447	4/9/93	1,863,455	11/22/94
MARQUETTE	72/411697	1/3/72	978,230	2/5/74
MARQUETTE MEDICAL SYSTEMS	75/118706	5/31/96	2,194,079	10/6/98
MARQUETTE UNITY NETWORK	74/144683	2/28/91	1,801,473	10/26/93
MARS	74/390080	5/7/93	1,988,794	7/23/96
MAX	74/086435	8/9/90	1,686,220	5/12/92
MEI	72/377616	12/2/70	949,013	6/25/96
MEI and Design	74/551984	7/21/94	1,981,960	1/15/85
MEI and Design	73/403202	11/19/82	1,314,436	12/19/72
MINNOWS	74/522108	5/6/94	1,902,579	7/4/95
MINNOWS Design Only	74/523426	5/10/94	1,895,016	5/23/95
MMS MARQUETTE MEDICAL SYSTEMS FOUNDED 1965	75/294533	5/19/97		11/5/96
MULTI-LINK	75/031602	12/12/95	2,013,804	10/1/96
MULTI-LINK	75/503694	3/22/94	2,004,707	11/16/93
MUSE	74/363060	2/23/93	1,804,269	4/12/83
MUSE	73/332032	10/13/81	1,234,386	9/16/97
MUSE CV	75/131157	7/8/96	2,098,381	10/7/97
ONLINEABG	75/018250	11/13/95	2,104,025	1/25/00
PHI-RES	75/595691	11/19/98	2,311,461	10/22/96
PRES-R-CUFF	75/028967	12/7/95	2,010,206	11/22/77

Marquette Medical Systems, Inc. to
 GE Marquette Medical Systems, Inc.

PRESSURE-SCRIBE	73/042327	1/22/75	1,077,826	9/12/95
RAC	75/374054	10/16/97	2,239,770	2/10/98
RAMS	74/422210	8/9/93	1,918,744	8/13/96
RSVP	75/065503	2/13/96	2,136,195	6/9/92
SAM	74/523603	5/11/94	1,993,898	1/9/96
SEER	74/086415	8/9/90	1,691,323	10/17/95
SILVERTRACE	74/224229	11/22/91	1,947,107	3/10/98
SOLAR	74/397689	6/1/93	1,928,524	6/30/91
SOLAR	75/163715	9/10/96	2,219,363	6/14/88
SOLARVIEW	75/115176	6/6/96	2,143,377	12/29/92
ST GUARD	74/077467	7/11/90	1,652,294	12/22/92
TRAM	73/659899	5/11/87	1,492,082	4/6/93
TRAM-NET	74/269512	4/27/92	1,742,995	10/20/92
TRAM-RAC	74/269513	4/27/92	1,741,135	7/20/99
TRAMSCOPE	74/269514	4/27/92	1,762,651	10/24/95
TRIM KNOB	74/098812	9/19/90	1,725,138	
UNION STATION	75/342580	8/18/97	2,262,068	4/13/99
VISION CARE FILTER	74/589873	10/24/94	1,929,780	1/19/99

Exhibit A

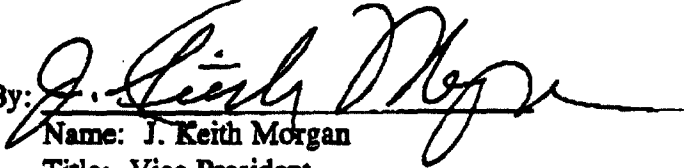
**SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
GE MARQUETTE MEDICAL SYSTEMS, INC.
(Formerly Known as Marquette Medical Systems, Inc.)
(Formerly Known as Marquette Electronics, Inc.)**

These Second Amended and Restated Restated Articles of Incorporation, duly adopted pursuant to the authority and provisions of Chapter 180 of the Wisconsin Business Corporation Law, supersede and take the place of the existing Amended and Restated Articles of Incorporation and any amendments thereto:

- Article 1. The name of the corporation shall be: **GE MARQUETTE MEDICAL SYSTEMS, INC.**
- Article 2. The period of existence shall be perpetual.
- Article 3. The purpose shall be: To engage in any lawful activity within the purposes for which corporations may be organized under the Wisconsin Business Corporation Law.
- Article 4. The total number of shares of all classes which it shall have authority to issue is One Hundred (100) shares consisting of and designated as One Hundred (100) Common Shares, One (\$.01) cent par value.
- Article 5. The address of the registered office is 44 East Mifflin Street, Madison, Wisconsin 53703.
- Article 6. The name of the registered agent is CT Corporation System.
- Article 7. The number of directors constituting the Board of Directors shall be fixed by the By-Laws.
- Article 8. These Articles may be amended by the affirmative vote of the holders of a majority of the shares entitled to vote on the proposal.
- Article 9. (a) The corporation does hereby expressly elect that the requisite affirmative votes of those shares entitled to vote on any proposal to amend its Articles of Incorporation, merge or consolidate with another corporation, sell, lease, exchange or dispose of substantially all of its assets other than in the regular course of its business, voluntarily dissolve or revoke such voluntary dissolution proceedings and the recitals of votes as to such proposals which are requisite for adoption or approval, shall be a majority of such shares.
- (b) The Board of Directors of the corporation is expressly authorized to make, alter or repeal the By-Laws of the corporation.

IN WITNESS WHEREOF, the undersigned has executed this Written Consent as of this 8th day of December, 1998.

GENERAL ELECTRIC COMPANY


By: 
Name: J. Keith Morgan
Title: Vice President

**Certificate of the Secretary of
GE MARQUETTE MEDICAL SYSTEMS, INC.
(a Wisconsin Corporation)**

The undersigned does hereby certify that he is the Secretary of GE Marquette Medical Systems, Inc., a Wisconsin corporation (the "Company"), and as such has access to the corporate records and minute books of the Company and does hereby further certify as to the following:

- (1) Attached hereto as Appendix A is a true and correct copy of the resolution adopted by written consent dated as of December 8, 1998 of the sole shareholder of the Company relating to the adoption of the Second Amended and Restated Articles of Incorporation of the Company which, among other things, amended the name of the Company; and
- (2) On December 11, 1998, the undersigned caused to be filed with the Department of Financial Institutions of the State of Wisconsin the Second Amended and Restated Articles of Incorporation of the Company, as approved and adopted by the sole shareholder.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of this 18th day of December, 1998.


 John M. O'Malley
 Secretary

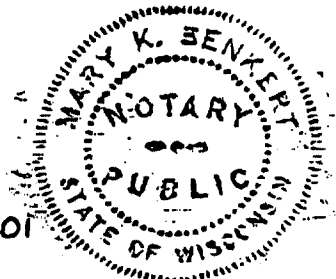
State of Wisconsin
County of Milwaukee

On December 18, 1998, before me, the undersigned Notary Public in and for said State, personally appeared John M. O'Malley personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to within this instrument and acknowledged to me that he executed the same in his authorized capacity.

WITNESS my hand and official seal.

Signature: Mary K. Benkert

Name: Mary K. Benkert
Commission Expires: 8/19/01



APPENDIX A

MARQUETTE MEDICAL SYSTEMS, INC.
(a Wisconsin corporation)

The undersigned, being the sole shareholder of Marquette Medical Systems, Inc., a Wisconsin corporation (the "Company"), hereby waives all notice of time, place and purpose of a meeting and consents to, approves and adopts the following resolutions by written consent without a meeting pursuant to Section 180.0704 of the Business Corporation Law of the State of Wisconsin, as amended:

RESOLVED, that the Second Amended and Restated Articles of Incorporation of the Company, in the form of Exhibit A hereto, together with such amendments to the Amended and Restated Articles of Incorporation as are designated therein, are hereby adopted and approved as the Second Amended and Restated Articles of Incorporation of the Company.

This Written Consent shall be filed with the minutes of the Company.

* * * * *