

08-13-2001

RECORDATION FORM COVER SHEET

Docket No.:



TRADEMARKS ONLY

MILLIPORE/US

101807493

Patents and Trademarks



Order the attached original documents or copy thereof. and address of receiving party(ies):

1. Name of conveying party(ies):

Millipore Investment Holdings Limited

04-05-2001

Millipore Corporation

U.S. Patent & TMO/ TM Mail Rcpt Dt. #58

- Individual(s)
- General Partnership
- Corporation-State **Delaware**
- Other

- Association
- Limited Partnership

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

Internal Address:

Street Address: **80 Ashby Road**

City: **Bedford** State: ZIP:

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State **Massachusetts**
- 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: **March 29, 2001**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

0,700,967

Additional numbers Yes No

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

Name: **John Dana Hubbard**

Internal Address: **Millipore Corporation**

Street Address: **80 Ashby Road**

City: **Bedford** State: **MA** ZIP: **01730**

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:

133577

DO NOT USE THIS SPACE

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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.

John Dana Hubbard
Name of Person Signing

[Signature]
Signature

April 5, 2001
Date

Total number of pages including cover sheet, attachments, and

4 TRADEMARK

State of Delaware
Office of the Secretary of State

I, HARRIET SMITH WINDSOR, 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:

"MILLIPORE INVESTMENT HOLDINGS LIMITED", A DELAWARE CORPORATION,

WITH AND INTO "MILLIPORE CORPORATION" UNDER THE NAME OF "MILLIPORE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MASSACHUSETTS, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF MARCH, A.D. 2001, AT 9 O'CLOCK A.M.

2206293 8100M

010161610



Harriet Smith Windsor
AUTHENTICATION: 1058925
Harriet Smith Windsor, Secretary of State

DATE: 04-03-01

TRADEMARK
REEL: 2307 FRAME: 0703

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

MILLIPORE INVESTMENT HOLDINGS LIMITED

INTO

MILLIPORE CORPORATION

The undersigned **MILLIPORE CORPORATION**, a corporation duly organized and existing under and by virtue of the laws of the Commonwealth of Massachusetts, **DOES HEREBY CERTIFY:**

FIRST: That this **MILLIPORE CORPORATION** was incorporated on the 3rd of May, 1954, pursuant to the Business Corporation Law of the Commonwealth of Massachusetts, the provisions of which permit the merger of a subsidiary corporation of another state into a parent corporation organized and existing under the laws of said Commonwealth.

SECOND: That **MILLIPORE CORPORATION** owns all of the issued and outstanding shares of each class of capital stock of **MILLIPORE INVESTMENT HOLDINGS LIMITED**, a corporation incorporated on the 29th day of August 1989 pursuant to the General Corporation Law of the State of Delaware.

THIRD: That the Board of Directors of **MILLIPORE CORPORATION** adopted the following resolutions at a meeting duly called and held on February 15, 2001:

VOTED: That it is in the best interests of **MILLIPORE CORPORATION** to dissolve its wholly owned subsidiary, **MILLIPORE INVESTMENT HOLDINGS LIMITED**, a Delaware corporation, by the merger of the said **MILLIPORE INVESTMENT HOLDINGS LIMITED** into **MILLIPORE CORPORATION**, with **MILLIPORE CORPORATION** to be the surviving corporation.

FOURTH: That the surviving corporation of the merger is **MILLIPORE CORPORATION**.

FIFTH: That the effective date of said merger is March 29, 2001.

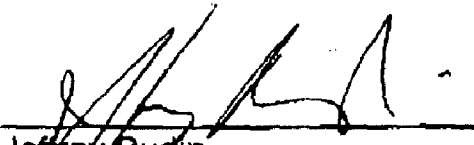
SIXTH: That MILLIPORE CORPORATION may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of MILLIPORE INVESTMENT HOLDINGS LIMITED as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation Law, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 80 Ashby Road, Bedford, Massachusetts 01730 until MILLIPORE CORPORATION shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to MILLIPORE CORPORATION at the above address.

Dated: Bedford, Massachusetts
March 29, 2001

MILLIPORE CORPORATION

[Corporate Seal]

By:


Jeffrey Rudin
Vice President

Attest:


Assistant Clerk