

07-06-2001



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Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Digital Instruments, Inc. *(6290)*

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State California
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Veeco Instruments Inc.
Internal
Address: _____

Street Address: Terminal Drive
City: Plainview State: NY 29 200 Zip: 11803

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 29, 1998

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

A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1,472,936

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 5

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Charlotte Shapiro
Internal Address: cshapiro@nilles-nilles.com

Street Address: Firstar Center, Suite 2000
777 E. Wisconsin Ave.

City: Milwaukee State: WI Zip: 53202

7. Total fee (37 CFR 3.41).....\$ 140.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
14-1080

(Attach duplicate copy of this page if paying by deposit account)

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.

Charlotte Shapiro
Name of Person Signing

Charlotte Shapiro
Signature

6/25/01
Date

Total number of pages including cover sheet, attachments, and document: 4

07/05/2001 LMUeller 00000262 1472936
01 FC:481 40.00 OF
02 FC:482 100.00 OF

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

CONTINUATION OF ASSIGNMENT RECORDATION FORM
TRADEMARKS

Conveying Party: Digital Instruments, Inc.

Receiving Party: Veeco Instruments Inc.

Continuation of Item 4(B)

Trademark Registration Nos.:

1,501,997

1,656,065

2,235,677

2,393,866

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:

"DIGITAL INSTRUMENTS, INC.", A CALIFORNIA CORPORATION, WITH AND INTO "VEECO INSTRUMENTS INC." UNDER THE NAME OF "VEECO INSTRUMENTS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF MAY, A.D. 1998, AT 11:30 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel, Secretary of State

2204392 8100M

981206166

AUTHENTICATION:

9108705

DATE:

05-29-98

TRADEMARK TOTAL P.02

REEL: 002324 FRAME: 0368

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:30 AM 05/29/1998
981206166 - 2204392

CERTIFICATE OF MERGER
OF
DIGITAL INSTRUMENTS INC.
(a California corporation)
INTO
VEECO INSTRUMENTS INC.
(a Delaware corporation)

The undersigned corporation hereby certifies as follows:

1. The names of the constituent corporations are Veeco Instruments Inc., a Delaware corporation ("Veeco"), and Digital Instruments, Inc., a California corporation (the "Company"). The authorized capital stock of the Company consists of 100,000 shares of common stock, no par value.
2. The Agreement and Plan of Merger (the "Agreement and Plan of Merger") among Veeco and the Company and the Company's securityholders has been approved, adopted, certified, executed and acknowledged by Veeco and the Company in accordance with Section 252(c) of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation (the "Surviving Corporation") is Veeco Instruments Inc., a Delaware corporation.
4. The Restated Certificate of Incorporation of Veeco immediately preceding the merger shall constitute the Restated Certificate of Incorporation of the Surviving Corporation.
5. The executed Agreement and Plan of Merger is on file at the office of the Surviving Corporation located at Terminal Drive, Plainville, New York, 11803. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, without cost, to any stockholder of the Company who sends a written request therefor to the Surviving Corporation at its address set forth in the preceding sentence.

Dated: May 29, 1998

VEECO INSTRUMENTS INC.

By: John F. Reinhold
Name: John F. Reinhold, Jr.
Title: VP - CFO

Doc #1564619.NY