



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF MERGER

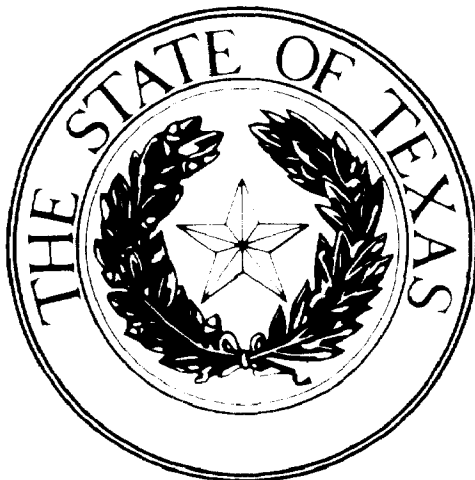
The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Merger of

THERMO WESTRONICS INC. – A Texas Corporation
ONIX PROCESS ANALYSIS INC. – A Texas Corporation
POLYSONICS, INC. – A Texas Corporation
TN TECHNOLOGIES INC. – A Texas Corporation
THERMO BRANDT INSTRUMENTS INC. – A Delaware No Permit Entity
with
FLOW AUTOMATION INC.
A Texas Corporation

have been received in this office and are found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Merger.

Filed JULY 24, 2001

Effective JULY 30, 2001 at 12:02AM



Henry Cuellar
Secretary of State

TRADEMARK

REEL: 002347 FRAME: 0860

ARTICLES OF MERGER

OF

THERMO BRANDT INSTRUMENTS INC. (a Delaware corporation),

THERMO WESTRONICS INC. (a Texas corporation),

ONIX PROCESS ANALYSIS INC. (a Texas corporation), and

POLYSONICS INC. (a Texas corporation), and

TN TECHNOLOGIES INC. (a Texas corporation)

WITH AND INTO

FLOW AUTOMATION INC. (a Texas corporation) Corporations Section

FILED in the Office of the Secretary of State of Texas

JUL 24 2001

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act, Thermo Brandt Instruments Inc., a Delaware corporation, Thermo Westronics Inc., a Texas corporation, ONIX Process Analysis Inc., a Texas corporation, Polysonics, Inc., a Texas corporation, TN Technologies Inc., a Texas corporation (collectively, the "Merging Corporations"), and Flow Automation Inc., a Texas corporation (the "Surviving Corporation," and together with the Merging Corporations, the "Constituent Corporations"), do hereby adopt the following Articles of Merger and hereby certify as follows:

1. The names of the undersigned corporations and the states under the laws of which they are respectively organized are:

<u>Name</u>	<u>State</u>
Thermo Brandt Instruments Inc. ("Brandt")	Delaware
Thermo Westronics Inc. ("Westronics")	Texas
ONIX Process Analysis Inc. ("OPA")	Texas
Polysonics, Inc. ("Polysonics")	Texas
TN Technologies Inc. ("TN Technologies")	Texas
Flow Automation Inc. ("Flow")	Texas

2. An Agreement and Plan of Merger (the "Plan") has been duly authorized by the Constituent Corporations by all action required by the laws under which the respective Constituent Corporations were incorporated or organized and by their constituent documents.

3. No amendments in the articles of incorporation of the Surviving Corporation are desired to be effected by the merger.

4. An executed Plan is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is 9303 W. Sam Houston Parkway S., Houston, Texas 77099-5298.

5. A copy of the Plan will be furnished by the Surviving Corporation on written request and without cost to any shareholder of any of the Constituent Corporations.

6. The number and designation of shares of Brandt outstanding and entitled to vote on the Plan are 1,000 shares of Common Stock, no par value (the "Brandt Stock"). The number and designation of shares of Westronics outstanding and entitled to vote on the Plan are 1,000 shares of

Common Stock, par value \$1.00 per share (the "**Westronics Stock**"). The number and designation of shares of OPA outstanding and entitled to vote on the Plan are 1,000 shares of common stock, \$1.00 par value per share (the "**OPA Stock**"). The number and designation of shares of Polysonics outstanding and entitled to vote on the Plan are 656,141 shares of common stock, \$1.00 par value per share (the "**Polysonics Stock**"). The number and designation of shares of TN Technologies outstanding and entitled to vote on the Plan are 1,000 shares of common stock, \$1.00 par value per share (the "**TN Technologies Stock**"). The number and designation of shares of Flow outstanding and entitled to vote on the Plan are 1,000 shares of common stock, \$1.00 par value per share (the "**Flow Stock**").

7. The holders of all of the outstanding Brandt Stock, Westronics Stock, OPA Stock, Polysonics Stock, TN Technologies Stock and Flow Stock have each executed a written consent approving the Plan.

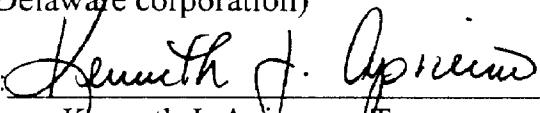
8. Flow will be responsible for the payment of all fees and franchise taxes which may be owed by Westronics, OPA, Polysonics and TN Technologies, and Flow will be obligated to pay such fees and franchise taxes if the same are not timely filed.

9. The effective date of this merger shall be 12:02 a.m. CDT on July 30, 2001.

EXECUTED this 20th day of July, 2001.

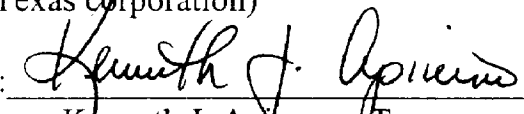
THERMO BRANDT INSTRUMENTS INC.

(a Delaware corporation)

By: 
Kenneth J. Apicerno, Treasurer

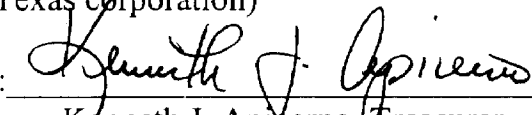
THERMO WESTRONICS INC.

(a Texas corporation)

By: 
Kenneth J. Apicerno, Treasurer

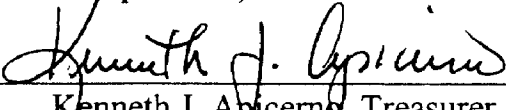
ONIX PROCESS ANALYSIS INC.

(a Texas corporation)

By: 
Kenneth J. Apicerno, Treasurer

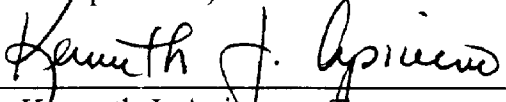
POLYSONICS, INC.

(a Texas corporation)

By: 
Kenneth J. Apicerno, Treasurer

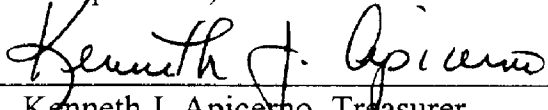
TN TECHNOLOGIES INC.

(a Texas corporation)

By: 
Kenneth J. Apicerno, Treasurer

FLOW AUTOMATION INC.

(a Texas corporation)

By: 
Kenneth J. Apicerno, Treasurer