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

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

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

1. Name of conveying party(ies):

VanKel Technology Group, Inc.

07/31/01

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date:

2. Name and address of receiving party(ies)

Name: Varian, Inc.

Internal Address:

Street Address: 3120 Hansen Way, M/S D-102

City: Palo Alto State: CA Zip: 94304

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,737,532 1,742,922

Additional number(s) attached Yes No

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

Name: David P. Gloekler

Internal Address: Jenkins & Wilson, P.A.

Street Address: Suite 1400 University Tower

3100 Tower Boulevard

City: Durham State: NC Zip: 27707

6. Total number of applications and registrations involved:

20

7. Total fee (37 CFR 3.41).....\$ 800.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

50-0426

(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.

David P. Gloekler Name of Person Signing

David P. Gloekler Signature

7/31/01 Date

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

11

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

08/15/2001 TBIAZI 00000052 1737532

01 FC:481 40.00 OP 02 FC:482 473.00 OP

08/15/2001 TBIAZI 00000052 1737532 4285.00

TRADEMARK REEL: 002349 FRAME: 0063

Additional numbers
Sheet 1 of 1

A. Trademark Application No.(s)

75/813,380
76/097,993
76/100,586
76/100,713
76/101,368

B. Trademark Registration No.(s)

1,756,627
1,786,616
1,789,218
1,794,169
1,795,671
1,807,155
1,822,470
1,951,906
1,974,136
2,026,070
2,062,107
2,284,904
2,473,669

Office of the Secretary of State

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:

"VANKEL TECHNOLOGY GROUP, INC.", A NEW JERSEY CORPORATION, WITH AND INTO "VARIAN, INC." UNDER THE NAME OF "VARIAN, 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 SEPTEMBER, A.D. 2000, AT 6 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2000.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2990317 8100M

AUTHENTICATION: 0710779

001496799

DATE: 10-02-00

TRADEMARK
REEL: 002349 FRAME: 0065

**CERTIFICATE OF OWNERSHIP
MERCING
VANKEL TECHNOLOGY GROUP, INC.
INTO
VARIAN, INC.
(PURSUANT TO SECTION 253 OF THE GENERAL
CORPORATION LAW OF DELAWARE)**

Varian, Inc., a corporation incorporated on January 7, 1999 pursuant to the provisions of the General Corporation Law of the State of Delaware (the "corporation"), does hereby certify that the corporation owns all the capital stock of VanKel Technology Group, Inc., a corporation incorporated under the laws of the State of New Jersey (the "Subsidiary"), and that the corporation, by resolutions of its board of directors duly adopted by unanimous written consent on September 29, 2000, determined to merge into itself the Subsidiary effective September 30, 2000, which resolutions are in the following words to wit:

WHEREAS, the corporation lawfully owns all the outstanding stock of VanKel Technology Group, Inc., a New Jersey corporation (the "Subsidiary"); and

WHEREAS, the corporation desires to merge into itself the Subsidiary and to be possessed of all the estate, property, rights, privileges and franchises of the Subsidiary;

RESOLVED, that effective September 30, 2000, the corporation shall merge into itself the Subsidiary and assume all of its liabilities and obligations;

RESOLVED, that at such time, the separate corporate existence of the Subsidiary shall cease, the corporation shall continue as the surviving corporation in the merger and each outstanding share of common stock, no par value, of the Subsidiary shall be canceled without consideration;

RESOLVED, that the President, any Vice President, the Secretary or the Treasurer of the corporation (the "Authorized Officers") be, and they hereby are, jointly and severally, authorized and directed to make and execute a certificate of ownership setting forth a copy of the resolutions to merge the Subsidiary and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of the State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County;

RESOLVED, that the Authorized Officers be and they hereby are, jointly and severally, authorized and directed to make and execute a certificate of merger and to file the same and a copy thereof in the office of the Secretary of the State of New Jersey;

RESOLVED, that the Authorized Officers be, and they hereby are, jointly and severally, authorized and directed to do all acts and things whatsoever whether within or without the State of

Delaware which may be in any way necessary or proper to effect said merger;

RESOLVED, that the Authorized Officers be, and they hereby are, jointly and severally, authorized and directed to do all acts and things whatsoever whether within or without the State of New Jersey which may be in any way necessary or proper to effect said merger;

RESOLVED, that at all times prior to said merger, otherwise eligible employees of the Subsidiary shall be eligible to participate in the Varian, Inc. Employee Stock Purchase Plan and shall be Eligible Employees as defined therein; and

RESOLVED, that the Authorized Officers be, and they hereby are, jointly and severally, authorized and directed, in the name and on behalf of the corporation, to carry out and fully perform the terms and provisions of each document delivered pursuant to the foregoing resolutions, and to execute, deliver and, where called for by the particular document, affix the seal of the corporation to all such consents, agreements, certificates, instruments and other documents, to make all such payments, and to do and perform all such other acts and things as such Authorized Officers may deem necessary, appropriate or convenient, as conclusively evidenced by such action by such Authorized Officers in order to carry into effect the foregoing resolutions, and each document as delivered pursuant thereto, all such action heretofore taken being hereby ratified, confirmed and approved.

This Written Consent may be executed in counterparts with the same effect as if the signatures on such counterparts were on the same instrument.

This Written Consent shall be filed in the Minute Book of the corporation and become a part of the records of the corporation.

IN WITNESS WHEREOF, the corporation has caused this certificate to be signed by its duly authorized officer on this 29th day of September, 2000.

VARIAN, INC.

By: 

Name: A. W. Homan

Title: Vice President, General Counsel
and Secretary