

10-10-2001

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

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



101868088

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

1. Name of conveying party(ies):  
Alexon-Trend, Inc.  
*10/01/01*  
 Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation - State of Wisconsin  
 Other \_\_\_\_\_  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
Name: Remel, Inc.  
Internal  
Address: PO Box 14428, Lenexa, KS 66285-4428  
Street Address: 12076 Santa Fe Drive  
City: Lenexa State: KS Zip: 66215  
 Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Wisconsin  
 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: 6/26/01; effective date 6/30/01

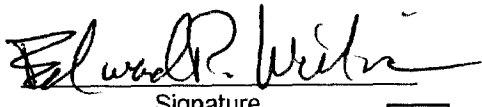
4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
75/286951  
76/275398  
Additional number(s) attached  Yes  No

B. Trademark Registration No.(s)  
1406356, 2241152, 1482126, 1751779, 2385920, 1618382, 1952588, 2086624, 2058437, 2044235

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Edward R. Williams, Jr., Esquire  
Internal Address: Apogent Technologies, Inc.  
Street Address: 10 Pleasant Street, Suite 300  
City: Portsmouth State: NH Zip: 03801

6. Total number of applications and registrations involved: ..... 12  
7. Total fee (37 CFR 3.41).....\$ 315.00  
 Enclosed  
 Authorized to be charged to deposit account  
8. Deposit account number:  
500300  
(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.*  
Edward R. Williams, Jr.            September 27, 2001  
Name of Person Signing      Signature      Date  
Total number of pages including cover sheet, attachments, and document: 9

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

10/09/2001 DBYRNE 00000139 500300 75286951  
01 FC:481 40.00 CH  
02 FC:482 25.00 CH

RECEIVED - DEPT OF  
FINANCIAL INSTITUTIONS  
STATE OF WISCONSIN

**ARTICLES OF MERGER OF  
ALEXON-TREND, INC.  
WITH AND INTO  
REMEL INC.**

The undersigned corporation, pursuant to Sections 180.1101<sup>and 180.1105</sup> of the Wisconsin Business Corporation Law, for the purpose of merging Alexon-Trend, Inc., a Wisconsin corporation, into Remel Inc., a Wisconsin corporation, and the surviving corporation in such merger, hereby executes the following Articles of Merger:

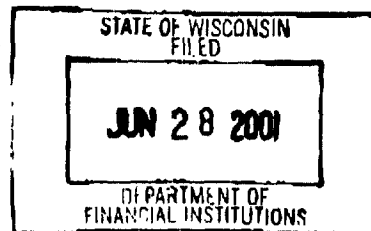
1. The plan of merger is set forth in the Agreement and Plan of Merger of Alexon-Trend, Inc. with and into Remel Inc. ("Plan of Merger") attached hereto as Exhibit A, which is made a part hereof.
2. The Plan of Merger was approved in accordance with Sections 180.1101 and 180.1103 of the Wisconsin Business Corporation Law.
3. The effective date and time of the merger shall be 11:59 p.m. CDT on June 30, 2001.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Merger to be executed as of the 26th day of June, 2001.

REMEL INC.

By: Michael K. Bresson  
Michael K. Bresson  
Secretary

This document was drafted by:  
Daniel J. McNally, Senior Corporate Counsel  
Apogent Technologies Inc.  
10 Pleasant Street, Suite 300  
Portsmouth NH 03801



**EXHIBIT A**

**AGREEMENT AND PLAN OF MERGER OF  
ALEXON-TREND, INC.  
WITH AND INTO  
REMEL INC.**

**THIS AGREEMENT AND PLAN OF MERGER ("Plan of Merger") is made and entered into this 26 day of June 2001 by and between Alexon-Trend, Inc., a Wisconsin corporation ("Alexon-Trend"), and Remel Inc., a Wisconsin corporation ("Remel"), said corporations being hereinafter sometimes referred to together as the "Constituent Corporations".**

**RECITALS:**

**WHEREAS, the Board of Directors of each of the Constituent Corporations deems it advisable and generally to the advantage and welfare of each of the Constituent Corporations and their respective shareholders that Alexon-Trend be merged with and into Remel on the terms and conditions hereinafter set forth, and in accordance with the applicable provisions of the laws of the State of Wisconsin;**

**NOW THEREFORE, in consideration of the foregoing and of the mutual covenants, conditions and agreements set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree that Alexon-Trend shall be merged with and into Remel (the "Merger"), and that the terms and conditions of the Merger, the mode of carrying the same into effect and such other matters as are required or permitted to be set forth in the case of a merger pursuant to the laws of the State of Wisconsin are as follows:**

**ARTICLE I**

**Merger; Surviving Corporation**

**At the Effective Time of the Merger (as hereinafter defined), Alexon-Trend and Remel shall be merged (the "Merger") into a single corporation, in accordance with the applicable provisions of the laws of the State of Wisconsin, by Alexon-Trend merging with and into Remel, which shall be the surviving corporation (the "Surviving Corporation").**

**ARTICLE II**

**Effective Time**

**The "Effective Time of the Merger" is hereby designated as 11:59 pm CDT on June 30, 2001.**

**ARTICLE III**

**Conversion and Exchange of Shares**

The manner of converting the shares of each of the Constituent Corporations shall be as follows:

- (a) At the Effective Time of the Merger, each share of Common Stock of Alexon-Trend then issued and outstanding shall be retired and canceled and no shares of stock of the Surviving Corporation or other consideration shall be issued in exchange therefor.
- (b) At the Effective Time of the Merger, each share of Common Stock of Remel then issued and outstanding shall remain one share of Common Stock of the Surviving Corporation.

**ARTICLE IV**

**Articles of Incorporation; Bylaws;  
Directors and Officers**

4.1 The Articles of Incorporation of Remel, as in effect immediately prior to the Effective Time of the Merger, shall remain the Articles of Incorporation of the Surviving Corporation until amended in accordance with the law.

4.2 The Bylaws of Remel, as in effect immediately prior to the Effective Time of the Merger, shall remain the Bylaws of the Surviving Corporation until amended in accordance with the law.

4.3 The duly qualified and acting directors and officers of Remel immediately prior to the Effective Time of the Merger shall remain the directors and officers of the Surviving Corporation, to hold offices as provided in the Bylaws of the Surviving Corporation.

**ARTICLE V**

**Effect of Merger**

The effect of the Merger shall be as provided in Section 180.1106 of the Wisconsin Business Corporation Law.

**ARTICLE VI**

**Shareholder Approval**

6.1 This Plan of Merger shall be submitted for the approval of the sole shareholder of each of the Constituent Corporations as provided by the applicable laws of the State of Wisconsin.

6.2 If this Plan of Merger is duly adopted by the required vote of such shareholder and the Merger is not abandoned, Articles of Merger setting forth this Plan of Merger shall be executed in compliance with the provisions of applicable law and shall be filed with the Office of the Department of Financial Institutions of the State of Wisconsin, at such time as may be deemed appropriate by the officers of Remel.

**ARTICLE VII**

**Termination and Abandonment**

At any time prior to the Effective Time of the Merger, this Plan of Merger may be terminated and abandoned by the Board of Directors of either of the Constituent Corporations. In the event of such termination and abandonment, this Plan of Merger shall become void and of no effect.

**ARTICLE VIII**

**Miscellaneous**


8.1 The Surviving Corporation shall pay all expenses of carrying this Plan of Merger into effect and accomplishing the Merger.

8.2 If at any time, the Surviving Corporation shall consider or be advised that any further assignments or assurances in law are necessary or desirable to vest or to perfect or to confirm of record in the Surviving Corporation the title to any property or rights of Alexon-Trend, or otherwise to carry out the provisions hereof, the proper officers and directors of Alexon-Trend as of the Effective Time of the Merger shall execute and deliver any and all proper deeds, assignments and assurances in law, and do all things necessary or proper, to vest, perfect or confirm title to such property or rights in the Surviving Corporation, and otherwise to carry out the provisions of this Plan of Merger.


8.3 The Constituent Corporations intend this Plan of Merger to be a Plan of Reorganization within the meaning of Section 368 of the Internal Revenue Code of 1986, as amended.

IN WITNESS WHEREOF, a duly authorized officer has signed this Plan of Merger on behalf of each of the Constituent Corporations, all as of the date and year first above written.

ALEXON-TREND, INC.

By:   
Michael K. Bresson  
Secretary

REMEL INC.

By:   
Michael K. Bresson  
Secretary

