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

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings

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

12-27-01

1. Name of conveying party(ies):

UROCOR, INC.

- 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: November 9, 2001

2. Name and address of receiving party(ies)

Name: Dianon Systems, Inc.

Internal Address:

Street Address: 200 Watson Boulevard

City: Stratford State: CT Zip: 06615

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

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

A. Trademark Application No.(s)

75/736,594

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Joseph J. Ferretti

Internal Address: Crowe & Dunlevy, P.C.

Street Address: 1800 Mid-America Tower

20 North Broadway

City: OKC State: OK Zip: 73102

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
Authorized to be charged to deposit account

8. Deposit account number:

(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.

Paula R. Martin
Name of Person Signing

Paula R. Martin
Signature

December 26, 2001
Date

Total number of pages including cover sheet, attachments, and document: 342

12/28/2001 6T0N11 00000063 75736594

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

01 FC:481 40.00 DP
02 FC:484 120.00 DP

State of Delaware
Office of the Secretary of State

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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 MERGER, WHICH MERGES:

"UROCOR, INC.", A DELAWARE CORPORATION,

WITH AND INTO "DIANON SYSTEMS, INC." UNDER THE NAME OF "DIANON SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF NOVEMBER, A.D. 2001, AT 2:25 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE NINTH DAY OF NOVEMBER, A.D. 2001, AT 4 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1439246

DATE: 11-09-01

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CERTIFICATE OF MERGER

OF

UROCOR, INC.

WITH AND INTO

DIANON SYSTEMS, INC.

**Pursuant to Section 251(c) of the General
Corporation Law of the State of Delaware**

DIANON *Systems, Inc.*, a corporation formed under the laws of the State of Delaware ("Dianon"), which desires to merge UroCor, Inc., a corporation formed under the laws of the State of Delaware ("UroCor"), with and into Dianon, hereby certifies as follows pursuant to the provisions of Section 251(c) of the General Corporation law of the State of Delaware:

First: The name and state of incorporation of each of the constituent corporations are as follows:

<u>Name</u>	<u>State of Incorporation</u>
UroCor, Inc.	Delaware
DIANON <i>Systems, Inc.</i>	Delaware

Second: An Agreement and Plan of Merger dated as of June 28, 2001, as amended on October 3, 2001 (the "Merger Agreement"), by and among Dianon, UroCor Acquisition Corp. and UroCor, has been approved, adopted, certified, executed and acknowledged by each of Dianon and UroCor in accordance with Section 251(c) of the General Corporation Law of the State of Delaware.

Third: The name of the surviving corporation shall be *DIANON Systems, Inc.*

Fourth: The Certificate of Incorporation of Dianon shall be the Certificate of Incorporation of the surviving corporation.

Fifth: The executed Merger Agreement is on file at the office of Surviving Corporation located at 200 Watson Boulevard, Stratford, Connecticut 06615.

Sixth: A copy of the Merger Agreement will be furnished by Dianon, on request and without cost, to any stockholder of either of Dianon or UroCor.

Seventh: The Merger shall be effective as of 4:00 p.m. Eastern Standard Time on Friday, November 9, 2001.

IN WITNESS WHEREOF Dianon has caused this Certificate of Merger to be signed by its President this 9th day of November, 2001.

DIANON *Systems, Inc.*

By: *KCQ*
Kevin C. Johnson
Chairman, President &
Chief Executive Officer