

04-16-2002

Form PTO-1594 OFFICE OF PUBLIC
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office



102056451

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

1. Name of conveying party(ies):
Biomolecular, Inc.

3-27-02

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: April 17, 1998

2. Name and address of receiving party(ies)

Name: Barnstead Thermolyne Corporation

Internal

Address:

Street Address: 2555 Kerper Boulevard

City: Dubuque State: IA Zip: 52001

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)

B. Trademark Registration No.(s)

1,249,658; 988,377; 1,975,920; 1,974,655; 993,855

Additional number(s) attached Yes No

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: 30 Penhallow Street, Suite 300

City: Portsmouth State: NH Zip: 03801

6. Total number of applications and registrations involved: 5

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

- 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.
Name of Person Signing

Edward R. Williams, Jr.
Signature

March 27, 2002
Date

04/15/2002 DBYRNE 00000129 500300 1249658

01 FC:481 40.00 CH
02 FC:482 100.00 CH

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

7

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

TRADEMARK
REEL: 002483 FRAME: 0485

State of Delaware

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:

"BIOMOLECULAR, INC.", A NEVADA CORPORATION,

WITH AND INTO "BARNSTEAD THERMOLYNE CORPORATION" UNDER THE NAME OF "BARNSTEAD THERMOLYNE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF APRIL, A.D. 1998, AT 4:01 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 APRIL, A.D. 1998.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2082743 8100M

AUTHENTICATION: 9051721

981162347

DATE: 04-28-98

TRADEMARK
REEL: 002483 FRAME: 0486

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
BIOMOLECULAR, INC.
INTO
BARNSTEAD THERMOLYNE CORPORATION

(Pursuant to Section 253 of the General Corporation Law of Delaware)

BARNSTEAD THERMOLYNE CORPORATION, a corporation incorporated February 6, 1986, pursuant to the provisions of the General Corporation Law of the State of Delaware **DOES HEREBY CERTIFY** that:

FIRST: This corporation owns 100% of the capital stock of Biomolecular, Inc., a corporation incorporated June 16, 1993 pursuant to the provisions of the Nevada General Corporation Law.

SECOND: This corporation, by a resolution of its Board of Directors duly adopted by unanimous written consent on the 17 day of April, 1998, determined to and did merge into itself said Biomolecular, Inc., which resolution is in the following words to wit:

WHEREAS, this corporation lawfully owns 100% of the outstanding stock of Biomolecular, Inc., a Nevada corporation, (the "Subsidiary"); and

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

NOW, THEREFORE, BE IT RESOLVED, that this corporation merge the Subsidiary into this corporation and assume all of the Subsidiary's liabilities and obligations;

FURTHER RESOLVED, that any one of the appropriate officers of this corporation is hereby authorized and directed to make and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions

and the date of their adoption, and to file and record the same with the Delaware Secretary of State and the New Castle County Recorder of Deeds;


FURTHER RESOLVED, that the Plan of Merger, a copy of which is attached hereto as Exhibit A, is hereby approved and adopted;

FURTHER RESOLVED, that any one of the appropriate officers of this corporation is hereby authorized and directed to make and execute appropriate Articles of Merger and to file the same with the Nevada Secretary of State;

FURTHER RESOLVED, that the officers of this corporation are hereby authorized and directed to do all acts which they in their discretion shall deem necessary and appropriate to cause the merger described above to become effective under the laws of the States of Delaware and Nevada.

THIRD: The effective time of the merger referred to herein shall be 11:30 p.m. EDT on April 30, 1998.

IN WITNESS WHEREOF, said BARNSTEAD THERMOLYNE CORPORATION has caused this certificate to be signed by Randy A. Hoff, its Chairman of the Board and President, this 17 day of April, 1998.



Randy A. Hoff
Chairman of the Board and
President

Exhibit A

PLAN OF MERGER
OF
BIOMOLECULAR, INC.
INTO
BARNSTEAD THERMOLYNE CORPORATION

WHEREAS, Barnstead Thermolyne Corporation ("Parent"), a corporation organized and existing under the laws of the State of Delaware, owns all of the outstanding shares of stock of Biomolecular, Inc. ("Subsidiary"), a corporation organized and existing under the laws of the State of Nevada; and

WHEREAS, the Board of Directors of Parent deems it advisable for the general welfare and advantage of Parent and Subsidiary that Subsidiary be merged into Parent;

NOW, THEREFORE, the terms and conditions of the merger of Subsidiary into Parent (the "Merger") are as follows:

ARTICLE I

MERGER; EFFECTIVE TIME

At the Effective Time of the Merger (as hereinafter defined) the separate existence of Subsidiary shall cease and Subsidiary shall be merged into Parent pursuant to Sections 92A.180 and 92A.190 of the Nevada General Corporation Law and Section 253 of the Delaware General Corporation Law. The Effective Time of the Merger shall be 11:30 p.m. EDT on April 30, 1998.

ARTICLE II

SHARES OF PARENT AND SUBSIDIARY

1. Parent Shares. Each share of stock of Parent issued and outstanding or in the treasury of the Parent at the Effective Time of the Merger shall continue to be one such share of the Surviving Corporation.

2. Subsidiary Shares. Each share of stock of Subsidiary issued and outstanding or in the treasury of the Subsidiary shall be retired and canceled at the Effective Time of the Merger, and no shares of stock of the Parent or other consideration shall be issued in exchange therefor.

ARTICLE III

EFFECT OF MERGER

The effect of the Merger shall be as provided in Section 92A.250 of the Nevada General Corporation Law and Section 259 of the Delaware General Corporation Law.

ARTICLE IV

FEDERAL INCOME TAX EFFECT

This Plan of Merger is intended to constitute a plan of reorganization within the meaning of the Internal Revenue Code of 1986, as amended.

ARTICLE V

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 the Parent. In the event of such termination and abandonment of this Plan, this Plan shall become void and of no effect.

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