



Tab settings

To the Honorable Commissioner of Patents

102099708

Send original documents or copy thereof.

1. Name of conveying party(ies):

RHEOMETRIC SCIENTIFIC, INC.

- Individual(s)
- General Partnership
- Corporation - New Jersey
- Other _____

- Association
- Limited Partnership

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

2. Name and address of receiving party(ies):

RHEOMETRIC SCIENTIFIC, INC.
One Possumtown Road
Piscataway, New Jersey 08854

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designator 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
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: October 31, 2000

4. Application number(s) or patent number(s) listed below

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,769,913 1,785,330 1,400,967

Additional numbers attached? Yes No

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

Name: GLENN A. GUNDERSEN
DECHERT
4000 BELL ATLANTIC TOWER
1717 ARCH STREET
PHILADELPHIA, PA. 19103-2793
TEL. NO. (215) 994-2183

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41)\$90.00

- Enclosed
- Authorized to be charged to deposit account
(Including any underpayment)

8. Deposit account number: 04-0475

(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.

Glenn A. Gundersen
Name of Person Signing

Signature

May 14, 2002
Date

Total number of pages including cover sheet, attachments, and document: [4]

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

State of Delaware
Office of the Secretary of State

PAGE 1

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 MERGER, WHICH MERGES:

"RHEOMETRIC SCIENTIFIC, INC.", A NEW JERSEY CORPORATION, WITH AND INTO "RHEOMETRIC SCIENTIFIC, INC." UNDER THE NAME OF "RHEOMETRIC SCIENTIFIC, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2000, AT 5 O'CLOCK P.M.



Edward J. Freel
Edward J. Freel, Secretary of State

3229943 8100M

AUTHENTICATION: 0775286

001556289

DATE: 11-03-00

TRADEMARK
REEL: 002510 FRAME: 0846

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 05:00 PM 10/31/2000
001548695 - 3229943

CERTIFICATE OF MERGER

OF

RHEOMETRIC SCIENTIFIC, INC.,

a New Jersey corporation

INTO

RHEOMETRIC SCIENTIFIC, INC.,

a Delaware corporation

Rheometric Scientific, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware ("Rheometric Delaware"), does hereby certify as follows:

FIRST: The name and state of incorporation of each of the constituent corporations (the "Constituent Corporations") to the merger are:

<u>NAME</u>	<u>STATE</u>
Rheometric Scientific, Inc.	New Jersey
Rheometric Scientific, Inc.	Delaware

SECOND: An Agreement and Plan of Merger, dated as of October 31, 2000 (the "Merger Agreement"), by and between Rheometric Scientific, Inc., a New Jersey corporation ("Rheometric New Jersey") and Rheometric Delaware, providing for the merger of Rheometric New Jersey with and into Rheometric Delaware (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is Rheometric Scientific, Inc., a Delaware corporation (the "Surviving Corporation").

FOURTH: As a result of the Merger, the Certificate of Incorporation of Rheometric Delaware shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: The executed Merger Agreement is on file at an office of the Surviving Corporation, the address of which is One Possumtown Road, Piscataway, New Jersey 08854.

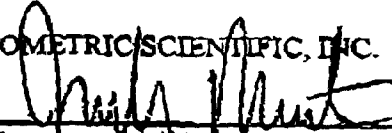
397401.2.02

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

SEVENTH: The authorized capital stock of each Constituent Corporation that is a foreign corporation is as follows:

<u>Name</u>	<u>Common Stock</u>
Rheometric New Jersey	20,000,000 No Par Value

IN WITNESS WHEREOF, Rheometric Delaware has caused this Certificate of Merger to be duly executed in its corporate name this 31st day of October, 2000.

RHEOMETRIC SCIENTIFIC, INC.
 By: 
 Name: Joseph Musanti
 Title: Vice President of Finance