

06-12-2002



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6/7/02

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID#
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger  
Effective Date  
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

- Individual
  - General Partnership
  - Limited Partnership
  - Corporation
  - Association
  - Other
  - Citizenship/State of Incorporation/Organization
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

06/11/2002 LNUELLER 00000183 76170904  
01 FC:481 40.00 OP  
02 FC:482 75.00 OP

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

000011795  
06/11/2002 LNUELLER  
CHECK Refund Total: \$45.00

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

|   |   |                      |  |  |                      |
|---|---|----------------------|--|--|----------------------|
| <input type="text" value="76/170,904"/> | <input type="text" value="76/097,215"/> | <input type="text"/> | <input type="text" value="1,743,888"/> | <input type="text" value="1,519,696"/> | <input type="text"/> |
| <input type="text"/>                    | <input type="text"/>                    | <input type="text"/> | <input type="text"/>                   | <input type="text"/>                   | <input type="text"/> |
| <input type="text"/>                    | <input type="text"/>                    | <input type="text"/> | <input type="text"/>                   | <input type="text"/>                   | <input type="text"/> |

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

Attorney Harry C. Engstrom

Name of Person Signing



Signature

5/31/02

Date Signed

CERTIFICATE OF OWNERSHIP AND MERGER  
MERGING

NICOLET BIOMEDICAL INC.  
(a California Corporation)

INTO

THERMO BIOMEDICAL INC.  
(a Delaware Corporation)

THERMO BIOMEDICAL INC., a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "Corporation"), does hereby certify:

1. That the Corporation was incorporated on the 7<sup>th</sup> day of August, 1995, pursuant to the Delaware General Corporation Law (the "DGCL").
2. That the Corporation owns one hundred percent (100%) of the outstanding shares of common stock, par value \$0.01 per share, of Nicolet Biomedical Inc. ("Nicolet"), a corporation incorporated on the 26<sup>th</sup> day of July 1976 under the General Corporation Law of California (the "GCLC").
3. That the following resolutions were adopted in accordance with DGCL Section 253 and in accordance with GCLC Section 1110, by unanimous written Consent of the Directors of the Corporation on October 4, 2000:

RESOLVED, that the Corporation be, and hereby is, authorized pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL") and Section 1110 of the GCLC, to merge (the "Nicolet Merger") Nicolet Biomedical Inc., a California corporation, of which the Corporation owns one hundred percent (100%) of the outstanding shares of each class of stock, with and into the Corporation, with the Corporation continuing as the surviving corporation (the "Surviving Corporation"); and that (i) at the effective time of the Nicolet Merger each outstanding share of common stock of Nicolet Biomedical Inc., par value \$0.01 per share (the "Nicolet Shares"), be cancelled, (ii) the Certificate of Incorporation and By-Laws of the Corporation shall be the Certificate of Incorporation and By-Laws of the Surviving Corporation from and after the Nicolet Merger, and (iii) the officers and directors of the Corporation immediately prior to the Nicolet Merger shall be the officers and directors of the Surviving Corporation; and

Document No. 19204

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THERMO ELECTRON

003

RESOLVED, that the Chief Executive Officer, the President, any Vice President, the Treasurer, the Chief Financial Officer, and the Secretary, or any Assistant Secretary of the Corporation be, and each of them acting alone hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to prepare and file a Certificate of Ownership and Merger with the Secretary of State of Delaware and a Certificate of Ownership with the Secretary of State of California, and any additional document required under the DGCL or GCLC as they or any of them may deem necessary or advisable to effect the Nicolet Merger; and

RESOLVED, that the Nicolet Merger shall be effective upon the filing of the Certificate of Ownership and Merger with the Secretary of State of Delaware and the Certificate of Ownership with the Secretary of State of California.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its authorized officer this 13th day of December, 2000.

THERMO BIOMEDICAL INC.

By: Sandra L. Lambert  
Sandra L. Lambert, Secretary

BRUSSELS  
CHICAGO  
DENVER  
DETROIT  
JACKSONVILLE  
LOS ANGELES  
MADISON  
MILWAUKEE  
ORLANDO  
SACRAMENTO  
SAN DIEGO/DEL MAR  
SAN FRANCISCO  
TALLAHASSEE  
TAMPA  
WASHINGTON, D.C.  
WEST PALM BEACH

**FOLEY LARDNER**  
ATTORNEYS AT LAW

May 31, 2002

Box Assignments  
Commissioner for Trademarks  
Washington, D.C. 20231

Re: Nicolet Biomedical, Inc. to Thermo Biomedical, Inc.  
Trademark Assignment – Merger  
Ref. No.: 053501-0101

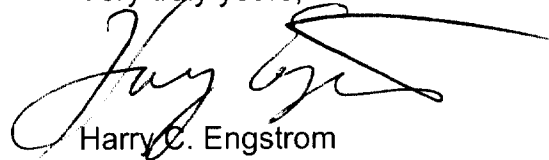
Dear Sir:

Enclosed are the following:

- \* Trademark Recordation Cover Sheet and Certificate of Ownership and Merger
- \* Filing Fee: \$160.00 (Check No. 652750)
- \* Return postcard.

Please date-stamp and return the enclosed postcard to acknowledge receipt of the above materials. Should there be a deficiency in the enclosed filing fee, please charge our Deposit Account (No. 06-1447) for the difference.

Very truly yours,



Harry C. Engstrom

FOLEY & LARDNER  
VEREX PLAZA  
150 EAST GILMAN STREET  
MADISON, WISCONSIN 53703-1491  
POST OFFICE BOX 1497  
MADISON, WISCONSIN 53701-1497

TEL: 608.257.5035  
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WRITER'S DIRECT LINE  
608.258.4365

EMAIL ADDRESS  
couimet@foleylaw.com

CLIENT/MATTER NUMBER  
053501-0101

003.361598.1

**TRADEMARK**  
**REEL: 002523 FRAME: 0250**

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TALLAHASSEE  
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WASHINGTON, D.C.  
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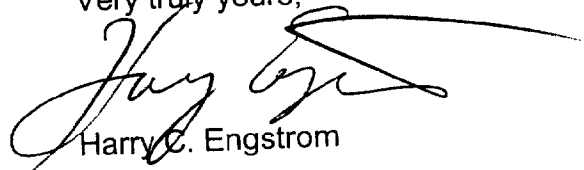
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FAX: 608.258.4258  
WWW.FOLEYLARDNER.COM

**RECORDED: 06/07/2002**

**TRADEMARK**  
**REEL: 002523 FRAME: 0251**