

Form PTO-1594

(Rev. 03/01)

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

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE

U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Barnstead Company

- Individual(s), Association, General Partnership, Limited Partnership, Corporation - State of Delaware, 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: January 27, 1988

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)

158,604

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:

1

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

- 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

Signature

October 28, 2002

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

# State of Delaware

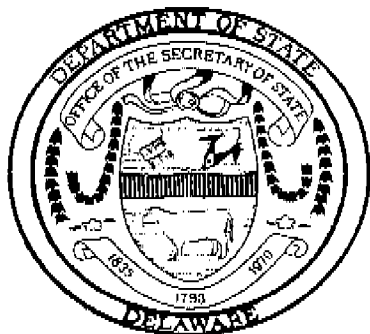


3622


## Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF OWNERSHIP OF THE "THERMOLYNE HOLDINGS, INC." A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, MERGING "BARNSTEAD COMPANY" A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, "THERMOLYNE CORPORATION" A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF IOWA, PURSUANT TO SECTION 253 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JANUARY, A.D. 1988, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE



888029000

  
 Michael Harkins, Secretary of State

AUTHENTICATION: 11565852

DATE: 01/29/1988

CONTINUED ON PAGE 2

TRADEMARK  
REEL: 002567 FRAME: 0047

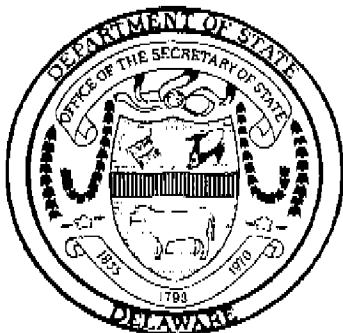
# State of Delaware



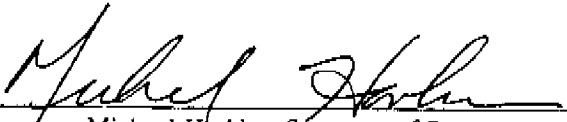
## Office of Secretary of State

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THERMOLYNE HOLDINGS, INC.", HAS RELINQUISHED ITS CORPORATE TITLE AND ASSUMED IN PLACE THEREOF "BARNSTEAD THERMOLYNE CORPORATION"

! ! ! ! ! ! ! ! ! !



888029090

  
Michael Harkins, Secretary of State

AUTHENTICATION: 11565852

DATE: 01/29/1988

FILED

JAN 29 1988

*[Signature]*  
SECRETARY OF STATE

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

January 27, 1988

The undersigned, THERMOLYNE HOLDINGS, INC., a Delaware corporation (the "Company"), pursuant to Section 253 of the Delaware General Corporation Law, does hereby certify the following:

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

<u>Name</u>	<u>State of Incorporation</u>	<u>Date of Incorporation</u>
Thermolyne Holdings, Inc.	Delaware	February 6, 1986
Thermolyne Corporation	Iowa	February 6, 1970
Barnstead Company	Delaware	February 6, 1986

Second: The Company owns all of the issued and outstanding shares of common stock of Thermolyne Corporation, an Iowa corporation. The Company also owns all of the issued and outstanding shares of common stock of Barnstead Company, a Delaware corporation.

Third: The laws of the State of Iowa permit a corporation which is organized under the laws of the State of Iowa to merge with a corporation which is organized under the laws of another state.

Fourth: The Mergers contemplated herein were approved and authorized by the Board of Directors of the Company by a Unanimous Written Consent dated January 27, 1988, pursuant to Section 228(a) of the Delaware General Corporation Law, a copy of which is attached hereto as Exhibit A and incorporated herein for all purposes.

Fifth: This Certificate of Ownership and Merger shall be effective upon its filing.

Sixth: The name of the surviving corporation after the effective date of the merger contemplated herein shall be Barnstead Thermolyne Corporation.

BOOK 665 PAGE 746

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Ownership and Merger as of the date first above written.

THERMOLYNE HOLDINGS, INC.

By: Donald G. Rackl  
Donald G. Rackl  
Vice President

Attest

R. Jeffrey Harris  
Secretary

BOOK 665 PAGE 747

UNANIMOUS CONSENT  
OF THE BOARD OF DIRECTORS OF  
THERMOLYNE HOLDINGS, INC.

January 27, 1988

The undersigned, being all of the directors of Thermolyne Holdings, Inc., a Delaware corporation (the "Company"), pursuant to the provisions of the General Corporation Law of the State of Delaware, do hereby consent to, adopt and approve the adoption of the following resolutions and each and every action effected thereby:

1. Merger of Barnstead Company and Thermolyne Corporation into the Company.

WHEREAS, the Company lawfully owns all of the issued and outstanding stock of Barnstead Company, a Delaware corporation ("Barnstead") and Thermolyne Corporation, an Iowa corporation ("Thermolyne"); and

WHEREAS, the Company desires to merge Barnstead and Thermolyne into itself and to be possessed of all the estate, property, rights, privileges and franchises of Barnstead and Thermolyne; BE IT

RESOLVED, that the Company liquidate and merge Barnstead and Thermolyne, its wholly-owned subsidiaries, into itself in accordance with Section 332 of the Internal Revenue Code of 1986, as amended (the "Code"), and assume all of Barnstead's and Thermolyne's liabilities and obligations;

RESOLVED FURTHER, that, in compliance with the General Corporation Law of the State of Delaware, the President, any Vice President, the Secretary, and any Assistant Secretary of the Company be, and hereby are, directed to make, execute and acknowledge a Certificate of Ownership and Merger setting forth a copy of this Unanimous Consent and to assume the liabilities and obligations of Thermolyne and Barnstead, and to file such Certificate of Ownership and Merger in the office of the Secretary of State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County;

RESOLVED FURTHER, that, in compliance with the Iowa Business Corporation Act, the President, any Vice President, the Secretary, and any Assistant

Secretary of the Company be, and hereby are, directed to make, execute and acknowledge the Articles of Merger setting forth (a) the Plan of Liquidation and Merger of Thermolyne into the Company, (b) the number of outstanding shares of each class of Thermolyne and the number of shares of each class owned by the Company, (c) a statement that the Company is the owner of all of the issued and outstanding shares of Thermolyne and that the Company waives the mailing of such Plan of Liquidation and Merger and (d) any and all other information which such officers executing and/or acknowledging such Articles of Merger shall deem necessary, appropriate or advisable, and to file such Articles of Merger in the office of the Secretary of State of Iowa and in the office of the Polk County Recorder;

RESOLVED FURTHER, that the undersigned hereby approve, adopt and authorize the execution of the Plan of Liquidation and Merger of Thermolyne into the Company which is attached hereto and incorporated herein for all purposes and, further, the undersigned hereby approve, adopt and authorize the liquidation of Thermolyne under Section 332 of the Code, as such liquidation is contemplated by such Plan of Liquidation and Merger of Thermolyne into the Company.

2. Change of Name.

RESOLVED FURTHER, that pursuant to the execution, acknowledgement and filing of the above-described Certificate of Ownership and Merger, the name of the Company be changed to Barnstead Thermolyne Corporation.

3. General Authorization.

RESOLVED FURTHER, that the President, any Vice President, the Secretary, and any Assistant Secretary of the Company be, and hereby are, authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which such officer shall deem necessary, appropriate or advisable in order to carry out the intent and accomplish the purposes of the foregoing resolutions, with such acts to be conclusive evidence that such officer deemed the same to be necessary, appropriate or advisable.

BOOK 605 PAGE 749

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of the date first above written.

*K F Yontz*  
\_\_\_\_\_  
Kenneth F. Yontz

*Donald G. Rackl*  
\_\_\_\_\_  
Donald G. Rackl

*R. Jeffrey Harris*  
\_\_\_\_\_  
R. Jeffrey Harris

RECEIVED FOR RECORD

FEB 04 1988

William M. Money, Recorder