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RECORDATION TRADEMARKS ONLY

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

Tab settings [arrows and checkboxes]

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

1. Name of conveying party(ies): SeraCare, Inc. [checkboxes for Individual(s), General Partnership, Corporation-Delaware, Association, Limited Partnership, Other] Additional name(s) of conveying party(ies) attached? [checkboxes for Yes, No]

2. Name and address of receiving party(ies): Name: Biomat USA, Inc. Internal: Street Address: 1925 Century Park East, Suite 920 City: Los Angeles State: CA Zip: 90067 [checkboxes for citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other] If assignee is not domiciled in the United States, a domestic representative designation is attached: [checkboxes for Yes, No] Additional name(s) & address(es) attached? [checkboxes for Yes, No]

1. Nature of conveyance: [checkboxes for Assignment, Security Agreement, Corporation-State, Other] [checkboxes for Merger, Change of Name] Execution Date: May 6, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/375,519

B. Trademark Registration No.(s) 2,241,679 Additional number(s) attached [checkboxes for Yes, No]

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Francie R. Gorowitz, Esq. Internal Address: O'Melveny & Myers LLP Street Address: 1999 Avenue of the Stars City: Los Angeles State: CA Zip: 90067-6035

6. Total number of applications and registrations involved: 2 7. Total fee (37 CFR 3.41) \$ 65.00 [checkboxes for Enclosed, Authorized to be charged to deposit account] 8. Deposit account number: 500639 (Attach duplicate copy of this page if paying by deposit account)

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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. Francie R. Gorowitz Name of Person Signing Signature Date September 27, 2002 Total number of pages including cover sheet, attachments, and document: 4

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

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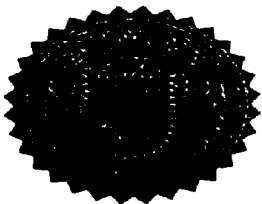
# *Delaware*

PAGE 1

*The First State*

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 RESTATED CERTIFICATE OF "SERACARE, INC.", CHANGING ITS NAME FROM "SERACARE, INC." TO "BIOMAT USA, INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF MAY, A.D. 2002, AT 3 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

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AUTHENTICATION: 1769714

DATE: 05-09-02

IRI:494336.1

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**AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION**

SeraCare, Inc., a corporation organized and existing under and by virtue of the Delaware General Corporation Law (this "Corporation"), DOES HEREBY CERTIFY:

1. The name of this Corporation is SeraCare, Inc. The Corporation was originally incorporated under the name American Blood Institute, Inc., and the original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on October 1, 1991; was restated pursuant to a Restated Certificate of Incorporation, filed with the Secretary of State of the State of Delaware on February 6, 1996; was amended by a Certificate of Designation, filed with the Secretary of State of the State of Delaware on July 10, 1996; was further amended by a Certificate of Designation, filed with the Secretary of State of the State of Delaware on December 18, 1997; and was further amended by a Certificate of Designation, filed with the Secretary of State of the State of Delaware on March 9, 1999.

2. Pursuant to Sections 228, 242 and 245 of the Delaware General Corporation Law, this Amended and Restated Certificate of Incorporation was adopted by this Corporation's Board of Directors and stockholders.

3. The text of the Restated Certificate of Incorporation as heretofore amended or supplemented is hereby restated and further amended and restated to read in its entirety as follows:

**FIRST:** The name of the corporation is Biomat USA, Inc.

**SECOND:** The address of the registered office of the corporation in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle, and the name of its registered agent at that address is The Corporation Trust Company.

**THIRD:** The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

**FOURTH:** The total number of shares of all classes of stock which the corporation shall have authority to issue is one hundred (100) shares of Common Stock, par value \$.001 per share (the "Common Stock").

**FIFTH:** The business and affairs of the corporation shall be managed by and under the direction of the Board of Directors.

**SIXTH:** To the fullest extent permitted by the General Corporation Law of the State of Delaware, as the same exists or may hereafter be amended, a director of the corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. The liability of a director of the corporation to the corporation or its stockholders for monetary damages shall be eliminated to the fullest extent permissible under applicable law in the event it is determined that Delaware law does not apply. The corporation is authorized to provide by bylaw, agreement or otherwise for indemnification of directors, officers, employees and agents for breach of duty to the corporation and its stockholders in excess of the indemnification otherwise permitted by applicable law. Any repeal or modification of this Article shall not result in any liability for a director with respect to any action or omission occurring prior to such repeal or modification.

**SEVENTH:** The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute and by this Certificate of Incorporation, and all rights conferred upon stockholders herein are granted subject to this reservation.

**EIGHTH:** In addition to the other powers expressly granted by statute, the Board of Directors of the corporation shall have the power to adopt, repeal, alter or amend the bylaws of the corporation.

**NINTH:** Elections of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

**IN WITNESS WHEREOF,** this Corporation has caused this Certificate to be signed by Barry D. Plost, its President, this 6th day of May, 2002.

**SeraCare, Inc.,**  
a Delaware corporation

By: /s/ Barry D. Plost  
Barry D. Plost, President