

To the Honorable Commission



and the attached original documents or copy thereof.

name and address of receiving party(ies):

1. Name of conveying party(ies)

PerkinElmer Optoelectronics, Inc. 102266838
400 Captain Neville Drive
Waterbury, CT 67435

Optarc Technologies Inc.
400 Captain Neville Drive
Waterbury, CT 06705

- [] Individual(s)
[] General Partnership
[X] Corporation: a Delaware Corporation
[] Other:

- [] Individual(s) citizenship:
[] Association
[] General Partnership
[] Limited Partnership
[X] Corporation: a Delaware Corporation
[] Other:

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

3. Nature of conveyance:

- [] Assignment
[X] Merger
[] Security Agreement
[] Change of Name
[] Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [X] No

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? [] Yes [X] No

Execution Date: November 8, 2001

4. Application number(s) or registration number(s):

A. Trademark Application No.(s):

B. Trademark Registration No.(s):

334,141; 442,598; 573,861; 1,239,281; 1,335,377; 1,350,525; 1,392,015; 1,404,801; 1,584,333;

Additional numbers attached? [] Yes [X] No

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

Name: Kelly Lynn Williams, Esq.
Internal Address: Cummings & Lockwood
Street Address: 700 State Street
Post Office Box 1960
City: New Haven State: Connecticut Zip: 06509-1960

6. Total number of applications and registrations involved: [9]

7. Total fee (37 CFR 3.41): \$360.00

- [X] Enclosed
[] Authorized to be charged to deposit account

8. Deposit account number: N/A
(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.

Signature: Kelly Lynn Williams
Kelly Lynn Williams

October 21, 2002

Total number of pages comprising cover sheet: [4]

10/30/2002 GTOM11 00000198 334141

01 FC:8521 40.00 DP
02 FC:8522 200.00 DP

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

Repln. Ref: 10/30/2002 GTOM11 0013560800
DOI: 110231 Name/Number: 334141
FC: 704 \$120.00 CR

CERTIFICATE OF MERGER

OF

POE ACQUISITION GROUP INC.
(a Delaware corporation)

WITH AND INTO

PERKINELMER OPTOELECTRONICS, INC.
(a Delaware corporation)

PerkinElmer Optoelectronics, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
POE Acquisition Group Inc.	Delaware
PerkinElmer Optoelectronics, Inc.	Delaware

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the merger is PerkinElmer Optoelectronics, Inc.

FOURTH: That the Certificate of Incorporation of PerkinElmer Optoelectronics, Inc., a Delaware corporation which will survive the merger, is the Certificate of Incorporation of the surviving corporation, except that Article 1 of the Certificate of Incorporation is amended to provide that the name of the surviving corporation is Voltarc Technologies, Inc.


FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 400 Captain Neville Drive, Waterbury, Connecticut 06705.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation upon request and without cost to any stockholder of any constituent corporation.

SEVENTH: That this Certificate of Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, PerkinElmer Optoelectronics, Inc. has caused this certificate to be executed by its vice President this 7th day of November, 2001.

PERKINELMER OPTOELECTRONICS, INC.

By: 
Name: Robert F. Friel
Title: Vice President

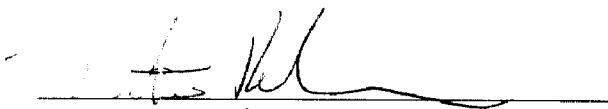
CERTIFICATE OF MAILING

I hereby certify that the Recordation Form Coversheet, Trademark Assignment and check in the amount of \$360.00 for the following marks:

- HYDE AND DESIGN
- VOLTARC
- VOLTARC
- TITEBEND
- DECORA 28
- TUFBEND
- V61 AND DESIGN
- LUMITONE
- COSMETTA

is being deposited with the United States Postal Service as first class mail, postage prepaid, addressed to the Commissioner for Trademarks, BOX ASSIGNMENTS, Washington, D.C. 20231, on the date indicated below.

Date: October 21, 2002


Vontoria Roberson
Cummings & Lockwood
700 State Street
P.O. Box 1960
New Haven, CT 06509-1960

.StmLib1:979247.1 10/18/02

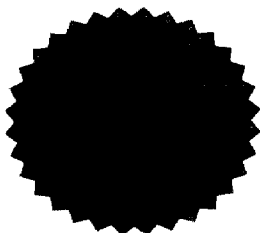
TRADEMARK
REEL: 2607 FRAME: 0582

Delaware

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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 CERTIFICATE OF MERGER OF "PERKINELMER OPTOELECTRONICS, INC.", CHANGING ITS NAME FROM "PERKINELMER OPTOELECTRONICS, INC." TO "VOLTARC TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF NOVEMBER, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2111744 8100

AUTHENTICATION: 2041291

020644070

DATE: 10-17-02

RECORDED: 10/28/2002

TRADEMARK

REEL: 2607 FRAME: 0583