


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

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| <p>1. Name of conveying party(ies): PerkinElmer Optoelectronics, Inc. 400 Captain Neville Drive Waterbury, CT 67435</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation: <u>a Delaware Corporation</u> <input type="checkbox"/> Other:</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: <u>November 8, 2001</u></p> | <p>2. Name and address of receiving party(ies): Voltarc Technologies Inc. 400 Captain Neville Drive Waterbury, CT 06705 <u>11-18-2002</u></p> <p><input type="checkbox"/> Individual(s) citizenship:  <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <u>102283600</u> <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation: <u>a Delaware Corporation</u> <input type="checkbox"/> Other:</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
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| <p>4. Application number(s) or registration number(s):</p> <table border="1"> <tr> <td data-bbox="56 730 824 856"> <p>A. Trademark Application No.(s): <u>11-13-02</u></p> </td> <td data-bbox="824 730 1586 856"> <p>B. Trademark Registration No.(s): 1,732,215</p> </td> </tr> </table> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | | <p>A. Trademark Application No.(s): <u>11-13-02</u></p> | <p>B. Trademark Registration No.(s): 1,732,215</p> |
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| <p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>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</p> | <p>6. Total number of applications and registrations involved: [1]</p> <p>7. Total fee (37 CFR 3.41): <u>\$40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 11-0231 (Attach duplicate copy of this page if paying by deposit account)</p> |
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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 L. Williams November 5, 2002
Kelly Lynn Williams

Total number of pages comprising cover sheet: [2]

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.

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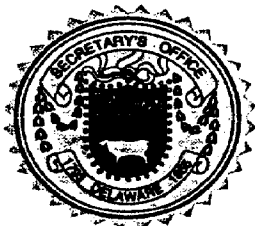
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Delaware

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 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

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020644070

AUTHENTICATION: 2041291

DATE: 10-17-02

TRADEMARK
REEL: 2618 FRAME: 0701

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.

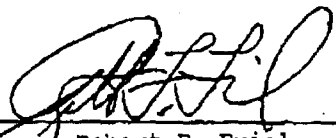
FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 400 Captain Neville Drive, Waterbury, Connecticut 06705.

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