

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Adeza Biomedical Corporation		06/25/1996	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Adeza Biomedical Corporation
Street Address:	1240 Elko Drive
City:	Sunnyvale
State/Country:	CALIFORNIA
Postal Code:	94089
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number
Registration Number:	1656521
Registration Number:	1656522
Registration Number:	1684115
Registration Number:	1656577

CORRESPONDENCE DATA

Fax Number: (650)324-0638
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (650) 324-7000
 Email: SV-Trademark@hewm.com
 Correspondent Name: Heller Ehrman White & McAuliffe LLP
 Address Line 1: 275 Middlefield Road
 Address Line 2: Harold J. Milstein
 Address Line 4: Menlo Park, CALIFORNIA 94025-3506

OP \$115.00 1656521

ATTORNEY DOCKET NUMBER:

24727-0820

NAME OF SUBMITTER:

Harold J. Milstein

Total Attachments: 4

source=Merger_1.tif

source=Merger_2.tif

source=Merger_3.tif

source=Merger_4.tif

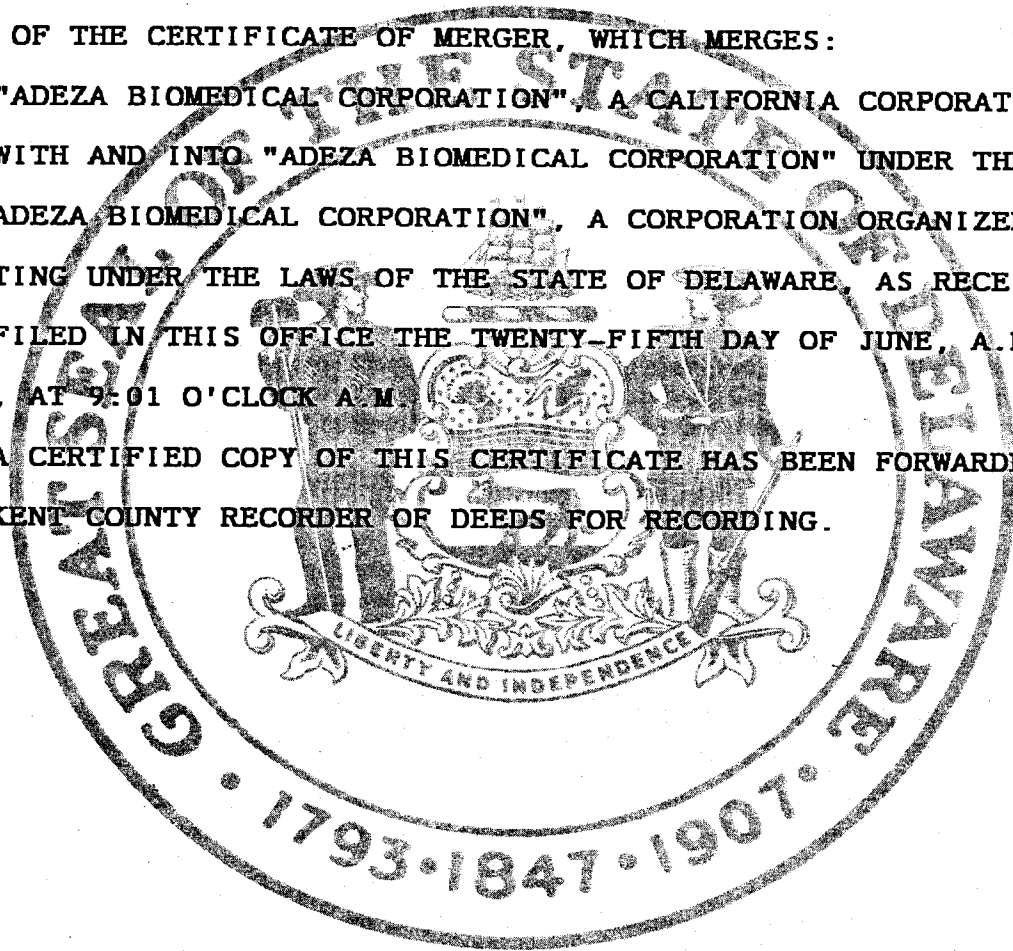
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ADEZA BIOMEDICAL CORPORATION", A CALIFORNIA CORPORATION, WITH AND INTO "ADEZA BIOMEDICAL CORPORATION" UNDER THE NAME OF "ADEZA BIOMEDICAL CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF JUNE, A.D. 1996, AT 9:01 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS FOR RECORDING.



Edward J. Freel

Edward J. Freel, Secretary of State

2615867 8100M

960186374

AUTHENTICATION:

DATE:

8004457

06-26-96

TRADEMARK
REEL: 002688 FRAME: 0098

**CERTIFICATE OF MERGER
OF
ADEZA BIOMEDICAL CORPORATION,
a California Corporation
(the "Merged Company") into
ADEZA BIOMEDICAL CORPORATION,
a Delaware Corporation
(the "Surviving Company")**

**(UNDER SECTION 252 OF THE GENERAL CORPORATION LAW
OF THE STATE OF DELAWARE)**

The Surviving Company hereby certifies that:

1. The names and states of incorporation of the constituent corporations are as follows:

Adeza Biomedical Corporation, a California corporation, and

Adeza Biomedical Corporation, a Delaware corporation.

2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the Merged Company, and by the Surviving Company in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation is Adeza Biomedical Corporation, a Delaware Corporation.

4. The Certificate of Incorporation of the Surviving Company shall be the Certificate of Incorporation of the surviving corporation.

5. The surviving corporation is a corporation of the State of Delaware.

6. The executed Agreement and Plan of Merger is on file in the principal place of business of the Surviving Company at 1240 Elko Drive, Sunnyvale, CA 94089.

7. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Company on request and without cost to any stockholder of the Merged Company or the Surviving Company.

8. The Merged Company is authorized to issue two classes of stock to be designated, respectively, as "Common Stock" and "Preferred Stock." The total number of shares which the corporation is authorized to issue is Thirty-Three Million One Hundred Thirty-Two Thousand Fifty-Nine (33,132,059) shares. Twenty Million (20,000,000) shares are Common Stock and Thirteen Million One Hundred Thirty-Two Thousand Fifty-Nine (13,132,059) shares are designated Preferred Stock, all without par value.

IN WITNESS WHEREOF, the Surviving Company has caused this certificate to be signed by Daniel O. Wilds, its President and Chief Executive Officer and attested by Emory V. Anderson, its Vice President and Chief Financial Officer, on the 24th day of June, 1996.

Adeza Biomedical Corporation
A Delaware Corporation

By: *Daniel O. Wilds*
Daniel O. Wilds
President and Chief Executive Officer

ATTEST:

By: _____
Emory V. Anderson
Vice President and
Chief Financial Officer

IN WITNESS WHEREOF, the Surviving Company has caused this certificate to be signed by Daniel O. Wilds, its President and Chief Executive Officer and attested by Emory V. Anderson, its Vice President and Chief Financial Officer, on the 24th day of June, 1996.

Adeza Biomedical Corporation
A Delaware Corporation

By: _____

Daniel O. Wilds
President and Chief Executive Officer

ATTEST:

By: *Emory V. Anderson*
Emory V. Anderson
Vice President and
Chief Financial Officer

112361.3

-2-