



4/14/03

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RE 102417737 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): Spectra-Physics, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other

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

2. Name and address of receiving party(ies)

Name: Spectra-Physics Lasers, Inc. Internal Address:

Street Address: 1335 Terra Bella Avenue City: Mountain View State: CA Zip: 94043

- 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Other corrective recording of Merger to correct Reg. No. 772270 previously recorded at Reel 1672, Frame 0306

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

772,270

Additional number(s) attached Yes No

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

Name: Kimberly Gambrel

Internal Address:

Killworth, Gottman, Hagan & Schaeff, L.L.P.

One Dayton Centre

Street Address: One South Main Street

Suite 500

City: Dayton State: OH Zip: 445402

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:

(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.

Kimberly Gambrel

Name of Person Signing

Signature

4/11/03

Date

Total number of pages including cover sheet, attachments, and document: 11

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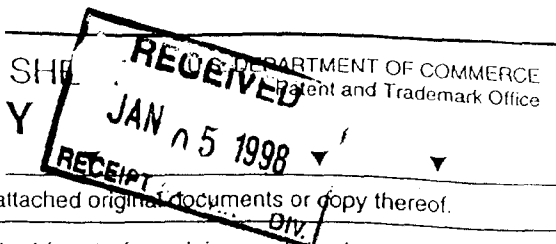
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Spectra-Physics, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Delaware, Other

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

3. Nature of conveyance:

- Assignment, Security Agreement, Other, Merger, Change of Name

Execution Date: October 10, 1997

2. Name and address of receiving party(ies)

Name: Spectra-Physics Lasers, Inc.

Internal Address:

Street Address: 1335 Terra Bella Avenue

City: Mountain View State: CA ZIP: 94043-7013

- 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,654,202 722,270

1,661,478 772,271

Additional numbers attached? Yes No

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

Name: Kimberly Gambrel

Internal Address:

Killworth Gottman Hagan & Schaeff, LLP

One Layton Centre, Suite 500

Street Address: One South Main Street

City: Dayton State: OH ZIP: 45402-2023

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41) \$ 115.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

01/13/1998 JSHABRZZ 00000032 1654202

01 FC:481

40.00 OP

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02 FC:482

75.00 OP

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.

Kimberly Gambrel

Name of Person Signing

Signature

December 31, 1997

Date

Total number of pages including cover sheet, attachments, and document:

6

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

Commissioner of Patents & Trademarks, Box Assignments

TRADEMARK

REEL: 002711 FRAME: 0364

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 OWNERSHIP, WHICH MERGES:

"SPECTRA-PHYSICS, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "SPECTRA-PHYSICS LASERS, INC." UNDER THE NAME OF "SPECTRA-PHYSICS LASERS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF OCTOBER, A.D. 1997, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2130268 8100M

AUTHENTICATION: 8818595

971398494

DATE: 12-17-97

**TRADEMARK**  
**REEL: 002711 FRAME: 0365**

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**SPECTRA-PHYSICS, INC.**

**INTO**

**SPECTRA-PHYSICS LASERS, INC.**

\* \* \* \* \*

Spectra-Physics, Inc., a corporation organized and existing under the laws of Delaware ("SPI"),

DOES HEREBY CERTIFY:

FIRST: That SPI was incorporated on the 25th day of June, 1987, pursuant to the General Corporation Law of the State of Delaware ("DCGL").

SECOND: That SPI owns all of the outstanding shares of the common stock of Spectra-Physics Lasers, Inc. a corporation incorporated on the 9th day of November, 1990 ("SPL"), pursuant to the DCGL.

THIRD: That the sole director of SPI, by the following resolutions duly adopted by written consent pursuant to Section 141(f) of the DCGL on the 10<sup>th</sup> day of October, 1997, determined to merge itself into SPL:

RESOLVED, that the Board of Directors of the Company deems it advisable and in the best interest of the Company and its sole stockholder that the Company be merged (the "Merger") with and into Spectra-Physics Lasers, Inc., a Delaware corporation ("SPL"), upon the terms and conditions set forth in the Plan of Merger attached hereto as Exhibit A (the "Plan of Merger") and that the Company enter into a Plan of Reorganization with SPL, pursuant to Section 368 of the Internal Revenue Code of 1986, as amended, in the form attached hereto as Exhibit B (the "Plan of Reorganization").

RESOLVED, that the Merger, and the form, terms, and provisions of the Plan of Merger and Plan of Reorganization be, and hereby are, approved and adopted and that the proposed Merger, the Plan of Merger and Plan of Reorganization be submitted for consideration by the sole stockholder of the Company.

RESOLVED, that, upon approval by the sole stockholder of the Merger, the Plan of Merger and Plan of Reorganization, the proper officers of the Company be, and each of them

hereby is, authorized, empowered and directed to perform the Plan of Merger and Plan of Reorganization, and to execute and file with the Office of the Secretary of State of the State of Delaware a Certificate of Ownership and Merger statutorily effecting the merger of the Company with and into SPL.

RESOLVED, that the officers of the Company are hereby authorized to take such additional actions, and to cause to be filed such additional documents, as they may consider necessary or desirable in order to carry out the transactions contemplated by the Plan of Merger and Plan of Reorganization, without further authority or approval by the board of directors of the Company

FOURTH: That the sole stockholder of SPI has approved the merger by written consent pursuant to Section 228 of the DCGL on the 10<sup>th</sup> day of October, 1997.

FIFTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of SPI or SPL at any time prior to the date of filing the merger with the Secretary of State of Delaware.

IN WITNESS WHEREOF, SPI has caused this Certificate to be signed by John J. Carney  
its President this 10<sup>th</sup> day of October, 1997.

SPECTRA-PHYSICS, INC.

By: John J. Carney  
Name: JOHN J. CARNEY  
Title: President

TRADEMARK

REEL: 002711 FRAME: 0367

## EXHIBIT A

### PLAN OF MERGER

This is a Plan of Merger between SPECTRA-PHYSICS LASERS, INC., a Delaware corporation ("SPL") and SPECTRA-PHYSICS, INC., a Delaware corporation ("SPI") and the sole stockholder of SPL.

1. Merger of SPI into SPL. On the Effective Date (as defined in paragraph 6 below), SPI will merge with and into SPL in accordance with Section 253 of the Delaware General Corporation Law (the "Merger") and the separate existence of SPI will cease. SPL will be the "Surviving Corporation" and will continue its existence under Delaware Law.

2. Certificate of Incorporation and Bylaws of Surviving Corporation. On the Effective Date, the Certificate of Incorporation and Bylaws of SPL will become the Certificate of Incorporation and Bylaws of the Surviving Corporation and will thereafter continue to be its Certificate of Incorporation and Bylaws until changed as provided by law.

3. Directors and Officers of Surviving Corporation. The directors and officers of SPL on the Effective Date will continue as the directors and officers of the Surviving Corporation.

4. Shares. On the Effective Date:

4.1 Each then issued and outstanding share, and each share then held in the treasury, of the common stock, par value \$.01 per share, of SPI will, by virtue of the Merger and without any action on the part of the holder thereof, be converted into an equal number of issued and outstanding shares, or treasury shares, as the case may be, of the common stock, par value \$.01 per share, of the Surviving Corporation.

4.2 Each then issued and outstanding share, and each share then held in the treasury, of the stock of SPL will, by virtue of the Merger and without any action on the part of the holder thereof, be cancelled without conversion or issuance of any shares of stock of the Surviving Corporation with respect thereto.

5. Assets and Liabilities. As a result of the Merger, by operation of law and without further act or deed, on the Effective Date, all of the property, rights, interests and other assets of SPI will be transferred to and vested in SPL and SPL will assume all of the liabilities of SPI.

6. Approval, Filing and Effective Date. After this Plan of Merger has been duly approved in the manner required by law, a Certificate of Ownership and Merger will be executed and filed with the Secretary of State of the State of Delaware. The Merger will be effective (the "Effective Date") upon filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

7. Termination. This Plan may be terminated and the Merger abandoned by action of the board of directors of SPI or SPL at any time before the Effective Date, notwithstanding the approval in the manner set forth in paragraph 6 above.

8. Amendment. This Plan may be amended in any manner at any time before the Effective Date by the mutual consent of the board of directors of SPI and SPL.

**EXHIBIT B**

**PLAN OF REORGANIZATION  
UNDER SECTION 368 OF THE INTERNAL REVENUE CODE**

This is a Plan of Reorganization between Spectra-Physics, Inc., a Delaware corporation ("SPI") and Spectra-Physics Lasers, Inc., a Delaware corporation ("SPL") under Section 368 of the Internal Revenue Code of 1986, as amended.

1. SPI shall merge with and into SPL (the "Merger") in accordance with the Plan of Merger attached hereto as Exhibit A. Pursuant to the Merger, all of the assets of SPI shall be transferred to SPL and all of the liabilities of SPI shall be assumed by SPL.
2. This Plan of Reorganization shall be effective upon adoption by the Board of Directors and stockholders of SPI and SPL.
3. The officers and employees of SPI and SPL are authorized to take such further actions as are necessary and appropriate to implement this Plan of Reorganization.