

04-28-2003



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Resumen

TO The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID#
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

10-30-02

Conveyance Type

- Assignment
 - Security Agreement
 - Merger
 - Change of Name
 - Other
 - License
 - Nunc Pro Tunc Assignment
- Effective Date
Month Date Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment)

11/26/2002 LNUJELLER 00000036 2039425

FOR OFFICE USE ONLY

01 FC:0521 40.00 OP
02 FC:0522 75.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002718 FRAME: 0676

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

(407) 649-4000

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
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Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

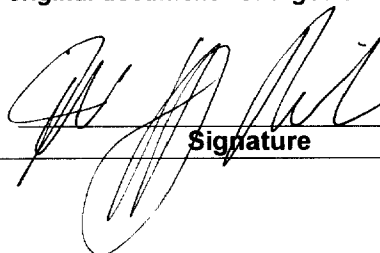
Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Jill Sarnoff Riola, Esq.
Name of Person Signing



Signature

October 29, 2002
Date Signed

<SEQUENCE>2
 <DESCRIPTION>AGREEMENT AND PLAN OF MERGER
 <TEXT>
 <PAGE>

EXHIBIT 2.1

AGREEMENT AND PLAN OF
 MERGER

BY AND AMONG

LAM RESEARCH CORPORATION,
 OMEGA ACQUISITION CORPORATION

AND

ONTRAK SYSTEMS, INC.

Dated as of March 24, 1997

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violation of, or default under, this Agreement by them and that in addition to all other remedies available to them, each of them shall be entitled, to the fullest extent permitted by law, to an injunction restraining such breach, violation or default or threatened breach, violation or default and to any other equitable relief, including, without limitation, specific performance, without bond or other security being required.

8.9 Remedies Cumulative. Except as otherwise provided herein, any

and all remedies herein expressly conferred upon a party will be deemed cumulative with and not exclusive of any other remedy conferred hereby, or by law or equity upon such party, and the exercise by a party of any one remedy will not preclude the exercise of any other remedy.

8.10 Governing Law. This Agreement shall be governed by and construed

in accordance with the laws of the State of Delaware, without regard to the principles of conflicts of law thereof.

8.11 Rules of Construction. The parties hereto agree that they have

been represented by counsel during the negotiation, preparation and execution of this Agreement and, therefore, waive the application of any law, regulation, holding or rule of construction providing that ambiguities in an agreement or other document will be construed against the party drafting such agreement or document.

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IN WITNESS WHEREOF, OSI, LRC and Merger Sub have caused this Agreement to be executed and delivered by their respective officers thereunto duly authorized, all as of the date first written above.

ONTRAK SYSTEMS, INC.

By: /s/ James W. Bagley

Name: James W. Bagley
Title: Chairman and Chief Executive Officer

LAM RESEARCH CORPORATION

By: /s/ Roger D. Emerick

Name: Roger D. Emerick
Title: Chairman and Chief Executive Officer

OMEGA ACQUISITION CORPORATION

By: /s/ Richard H. Lovgren

Name: Richard H. Lovgren
Title: Vice President, General Counsel and Secretary

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EXHIBIT A

-----BEGIN PRIVACY-ENHANCED MESSAGE-----

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ACCESSION NUMBER: 0000929624-97-001034

CONFORMED SUBMISSION TYPE: 8-K

PUBLIC DOCUMENT COUNT: 3

CONFORMED PERIOD OF REPORT: 19970805

ITEM INFORMATION: Acquisition or disposition of assets

ITEM INFORMATION: Financial statements and exhibits

FILED AS OF DATE: 19970815

SROS: NASD

FILER:

COMPANY DATA:

COMPANY CONFORMED NAME:	LAM RESEARCH CORP
CENTRAL INDEX KEY:	0000707549
STANDARD INDUSTRIAL CLASSIFICATION:	SPECIAL INDUSTRY MACHINERY,
IRS NUMBER:	942634797
STATE OF INCORPORATION:	DE
FISCAL YEAR END:	0630

FILING VALUES:

FORM TYPE:	8-K
SEC ACT:	1934 Act
SEC FILE NUMBER:	001-12701
FILM NUMBER:	97665480

BUSINESS ADDRESS:

STREET 1:	4650 CUSHING PKWY
CITY:	FREMONT
STATE:	CA
ZIP:	94538
BUSINESS PHONE:	5106590200

MAIL ADDRESS:

STREET 1:	4650 CUSHING PARKWAY
CITY:	FREMONT
STATE:	CA
ZIP:	94538

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<TYPE>8-K

<SEQUENCE>1

<DESCRIPTION>FORM 8-K

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) August 5, 1997

LAM RESEARCH CORPORATION (Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)

0-12933 (Commission File Number) 94-2634797 (IRS Employer Identification No.)

4650 Cushing Parkway, Fremont, California 94538 (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (510) 659-0200

Not Applicable (Former name or former address, if changed since last report.) <PAGE>

INFORMATION TO BE INCLUDED IN THE REPORT

Item 2. Acquisition or Disposition of Assets

On August 5, 1997, Omega Acquisition Corporation ("Merger Sub"), a wholly owned subsidiary of Lam Research Corporation ("Lam") was merged with and into OnTrak Systems, Inc. ("OnTrak"), pursuant to an Agreement and Plan of Merger dated as of March 24, 1997 (the "Merger Agreement"), among Lam, Merger Sub and OnTrak.

The merger of Merger Sub with and into OnTrak (the "Merger") became effective at the time of the filing of a Certificate of Merger with the Delaware Secretary of State on August 5, 1997 (the "Effective Time"). At the Effective Time: (i) Merger Sub was merged with and into OnTrak; (ii) OnTrak, as the surviving corporation in the Merger, became a wholly owned subsidiary of Lam; and (iii) each share of OnTrak common stock, par value \$0.0001 per share ("OnTrak Common Stock"), was converted into the right to receive, and became exchangeable for, 0.83 of a share of common stock of Lam, par value \$0.001 per share ("Lam Common Stock").

In addition, each outstanding option or right to purchase OnTrak Common Stock under OnTrak's stock option and stock purchase plans was assumed by Lam and was converted into an option or right to purchase Lam Common Stock, with appropriate adjustments, based on the Exchange Ratio (as defined below), made to the number of shares issuable under the option and to the exercise or purchase price per share of each option or right. By virtue of the assumption by Lam of such OnTrak stock options and stock purchase rights, from and after the Effective Time: (i) each OnTrak stock option or stock purchase right assumed by Lam may be exercised solely for Lam Common Stock; (ii) the number of shares of Lam Common Stock subject to each such OnTrak stock option is equal to the number of shares of OnTrak Common Stock subject to such OnTrak stock option immediately prior to the Effective Time multiplied by 0.83, rounded down to the nearest whole share (the "Exchange Ratio"); (iii) the per share exercise price under each such OnTrak stock option was adjusted by dividing the per share exercise price under such option by 0.83 and rounding up to the nearest cent; (iv) each

stock purchase right granted under the OnTrak 1995 Employee Stock Purchase Plan pursuant to the offering period commencing on February 1, 1997, was converted into a right to purchase whole shares of Lam Common Stock, except at a price equal to 85% of the lesser of (A) the closing sale price of a share of OnTrak Common Stock on the Nasdaq National Market on February 1, 1997, divided by 0.83, rounded up to the nearest whole cent, and (B) the closing sale price of a share of Lam Common Stock on the last day of each applicable purchase period during the offering period that began on February 1, 1997.

The former stockholders of OnTrak are receiving approximately
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5,500,000 shares of Lam Common Stock pursuant to the Merger. In addition, approximately 2,258,627 shares of Lam Common Stock may be issued in connection with the exercise of the OnTrak stock options and stock purchase rights assumed by Lam.

Pursuant to the Agreement, on the business day following the Effective Time, an Office of the Chairman was created at Lam and includes Roger D. Emerick, formerly the Chief Executive Officer of Lam, and James W. Bagley, formerly the Chairman and Chief Executive Officer of OnTrak. On that date, Mr. Emerick became the Chairman of the Board of Directors of Lam, and Mr. Bagley became the Chief Executive Officer of Lam. In addition, on that date, the Board of Directors of Lam was expanded and Mr. Bagley and Richard J. Elkus, Jr., formerly directors of OnTrak, were appointed as directors.

The Merger is intended to be a tax-free reorganization under the Internal Revenue Code of 1986, as amended, and is expected to be accounted for as a pooling of interests. A copy of the press release announcing the consummation of the Merger is attached hereto as Exhibit 99.1.

Item 7. Financial Statements and Exhibits

Exhibit No.	Description
<S>	<C>
2.1	Agreement and Plan of Merger by and among Lam Research Corporation, Omega Acquisition Corporation and OnTrak Systems, Inc., dated as of March 24, 1997, including exhibits thereto.
99.1	Registrant's Press Release, dated August 5, 1997.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LAM RESEARCH CORPORATION
(Registrant)

Date: August 15, 1997

By /s/ James W. Bagley

James W. Bagley
Chief Executive Officer

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