

Attorney Docket No. 13845-18

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

### Recordation Form Cover Sheet TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Tab settings >>>

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

1. Name of conveying party(ies):  
Thermo Gas Tech, Inc.

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation California  
 Other \_\_\_\_\_

Additional name(s) of conveying parties attached?  Yes     No

2. Name and address of receiving party(ies)  
Name: Thermo Environmental Instruments, Inc.

Internal Address: \_\_\_\_\_

Street Address: 27 Forge Parkway  
City: Franklin                      State: Massachusetts              ZIP: 02038

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State: California  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes     No  
(Designation 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 \_\_\_\_\_

Execution Date: September 19, 2002

4. Application Number(s) or Registration Number(s).  
A. Trademark Application No(s): \_\_\_\_\_

B. Trademark Registration No(s): 2201112

Additional numbers attached?  Yes

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: John A. Hughes, Esq.  
TOWNSEND AND TOWNSEND AND CREW LLP  
Two Embarcadero Center, 8<sup>th</sup> Floor  
San Francisco, California 94111-3834  
(415) 576-0200

6. Total number of applications and registrations involved .....10

7. Total fee (37 CFR 3.41): ..... \$265.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: 20-1430

(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 is true and correct and any attached copy is a true copy of the original document.*

John A. Hughes                                      [Signature]                                      December 2, 2003  
Name of Person Signing                                      Signature                                      Date

Total number of pages including cover sheet, attachments and document: 9

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

CH \$265.00 201430 2201112

Form PTO-1594  
Recordation Form Cover Sheet  
Trademarks Only  
Page 2

1. Additional name(s) of conveying party(ies):  
(Continued from Page 1)

2. Additional name(s) and address(es) of receiving party(ies):  
(Continued from Page 1)

3. Additional application number(s) or registration number(s):  
(Continued from Page 1)

A. Trademark Application No.(s)

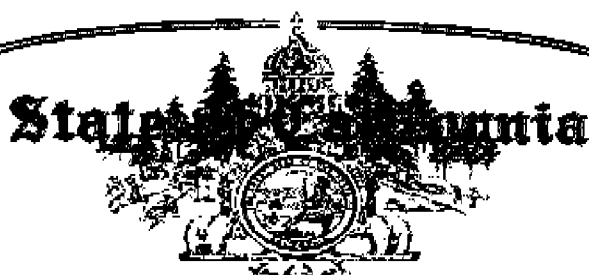
B. Trademark Registration No.(s)

1762500  
2143227  
2131322  
2086546  
1776326  
1762501  
1771192  
2110127  
2043111

SF 165907 v1  
SF 1474848 v1

### Attachment A

10506855



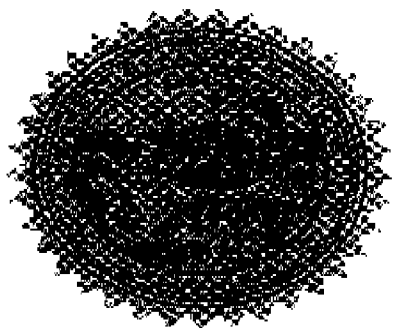
#### SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 5 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of

OCT 03 2002



*Bill Jones*  
 Secretary of State

Standard Form 100-107 (rev. 9/20)

PS-06-11-00

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## CERTIFICATE OF OWNERSHIP

MERGING

THERMO GAS TECH, INC.

INTO

THERMO ENVIRONMENTAL INSTRUMENTS INC.

ENDORSED - FILED  
in the office of the Secretary of State  
of the State of California

SEP 24 2002

BILL JONES, Secretary of State

EFFECTIVE  
DATE  
SEP 30 2002

We, A. Michael Blaney, the President, and Robert V. Aghababian, the Assistant Secretary, of Thermo Environmental Instruments Inc., do hereby certify:

1. That they are the President and the Assistant Secretary, respectively, of this corporation.
2. That this corporation is duly organized and existing under the laws of the State of California.
3. That this corporation owns one hundred percent (100%) of the outstanding shares of Thermo Gas Tech, Inc., a corporation duly organized and existing under the laws of the State of California.
4. That the following resolutions were adopted and approved by the board of directors of this corporation:

**RESOLVED:** That the Corporation be, and it hereby is, authorized to merge Thermo Gas Tech, Inc., a California corporation, of which it owns one hundred percent (100%) of the outstanding capital stock, with and into the Corporation upon the terms and conditions set forth in the Plan of Merger attached hereto as Exhibit A, and incorporated by reference as if fully set forth herein.

**FURTHER**

**RESOLVED:** That the form of the Plan of Merger, attached hereto as Exhibit A, and incorporated by reference as if fully set forth herein, is hereby approved.

**FURTHER**

**RESOLVED:** That the officers of the Corporation be, and each of them acting alone hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to execute, deliver and perform such additional agreements, certificates and other documents and to take such actions as the officer so acting shall approve for the purpose of facilitating the consummation by the Corporation of the transactions contemplated by the merger described in the foregoing

resolutions (including, without limitation, the execution and filing of a Certificate of Ownership with the Secretary of State of the State of California), the execution, delivery or performance of any such agreement, certificate or other document and the taking of any such action by such officer to be conclusive evidence of the approval of such officer and the authorization thereof by the Corporation; and that the execution, delivery or performance of any such agreement, certificate or other document and the taking of any such action by such officer prior to the date hereof be, and the same hereby is, ratified, confirmed and approved as having been authorized by the Corporation pursuant to this resolution.

5. This certificate shall become effective on September 30, 2002.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK.]

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: September 19, 2002

  
A. Michael Blaney, President

  
Robert V. Aghababian  
Assistant Secretary

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EXHIBIT A - PLAN OF MERGER

\* \* \* \* \*

- I. The name and state of incorporation of the merging (non-surviving) corporation is Thermo Gas Tech, Inc., a California corporation (the "Subsidiary Corporation").
- II. The name and state of incorporation of the surviving corporation is Thermo Environmental Instruments Inc., a California corporation (the "Parent Corporation").
- III. The terms and conditions of the merger including the treatment of shares of the constituent corporations are as follows:
  - (a) The Merger. The Subsidiary Corporation will be merged with and into the Parent Corporation in accordance with this Plan of Merger and the California Corporations Code (the "Merger").
  - (b) Effective Time of Merger. The Merger will become effective on September 30, 2002 (the "Effective Time").
  - (c) Corporate Existence. From and after the Effective Time, the separate corporate existence of the Subsidiary Corporation shall cease and the Parent Corporation shall continue its corporate existence under the laws of the State of California as the surviving corporation (the "Surviving Corporation").
  - (d) Articles of Organization and By-laws. From and after the Effective Time, the Articles of Organization of the Parent Corporation, as in effect immediately prior to the Effective Time, shall be the Articles of Organization of the Surviving Corporation. From and after the Effective Time, the by-laws of the Parent Corporation, as in effect immediately prior to the Effective Time, shall be the by-laws of the Surviving Corporation.

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(e) Officers and Directors. Immediately following the Effective Time, the officers and directors of the Parent Corporation immediately prior to the Effective Time shall be the officers and directors of the Surviving Corporation, each to hold office in accordance with the Articles of Organization and the by-laws of the Surviving Corporation.

(f) Assumption of Obligations. At the Effective Time, the Parent Corporation shall assume all of the obligations of the Subsidiary Corporation pursuant to the California Corporations Code.

IV. Treatment of Shares. At the Effective Time, all issued and outstanding shares of capital stock of the Subsidiary Corporation shall automatically and by operation of law be extinguished and cancelled without consideration and all certificates evidencing ownership of such shares shall be void and of no effect, and all issued and outstanding shares of capital stock of the Parent Corporation shall remain issued and outstanding and shall not be affected by the Merger.



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