

FORM PTO-1594 (Modified)
(Rev. 10/02)
OMB No. 0851-0027 (exp. 6/30/2005)
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TM05/REV03

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Docket No.:

14663/30

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

PRI AUTOMATION, INC.

- Individual(s)
- General Partnership
- Corporation-State **MASSACHUSETTS**
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: **BROOKS-PRI AUTOMATION, INC.**

Internal Address:

Street Address: **15 ELIZABETH DRIVE**

City: **CHELMSFORD** State: **MA** ZIP: **01824**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State **DELAWARE**
- Other

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

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

Execution Date: **May 14, 2002**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,259,852

Additional numbers Yes No

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

Name: **Mark S. Leonardo, Esq.**

Internal Address: **Brown Rudnick Berlack Israels LLP**

Street Address: **One Financial Center**

City: **Boston** State: **MA** ZIP: **02111**

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:

50-0369

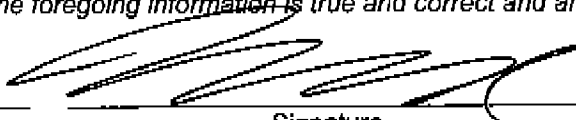
DO NOT USE THIS SPACE

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.

Mark S. Leonardo, Esq.

Name of Person Signing



Signature

December 4, 2003

Date

Total number of pages including cover sheet, attachments, and

9

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

Mail Stop Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

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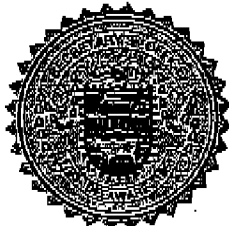
The First State

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 OWNERSHIP, WHICH MERGES:

"PRI AUTOMATION, INC.", A MASSACHUSETTS CORPORATION,
WITH AND INTO "BROOKS AUTOMATION, INC." UNDER THE NAME OF
"BROOKS-PRI AUTOMATION, INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF MAY, A.D. 2002,
AT 3:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FOURTEENTH DAY OF
MAY, A.D. 2002, AT 4:01 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2448446 8100M

AUTHENTICATION: 1776753

020307282

TRADEMARK
DATE: 05-14-02
REEL: 002758 FRAME: 0575

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:30 PM 05/14/2002
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CERTIFICATE OF OWNERSHIP AND MERGER

of

PRI AUTOMATION, INC.
(a Massachusetts Corporation)

into

BROOKS AUTOMATION, INC.
(a Delaware Corporation)

Pursuant to Section 253 of the Delaware General Corporation Law, it is hereby certified that:

1. Brooks Automation, Inc. (sometimes hereinafter referred to as the "Corporation") is a corporation organized pursuant to the Delaware General Corporation Law.
2. The Corporation owns all of the issued and outstanding stock of PRI Automation, Inc., a corporation organized under the Massachusetts Business Corporation Law (sometimes hereinafter referred to as the "Subsidiary"), which permits a merger of a Massachusetts corporation with a corporation of another jurisdiction.
3. The merger of the Subsidiary with and into the Corporation (the "Merger") has been adopted, approved, certified, and acknowledged by the Board of Directors of the Corporation in accordance with the laws of the State of Delaware and the Commonwealth of Massachusetts.
4. Brooks Automation, Inc. shall be the surviving corporation and shall assume all of the obligations of the Subsidiary at the effective time of the Merger. The certificate of incorporation of Brooks Automation, Inc. shall be the certificate of incorporation of the surviving corporation.
5. The name of the Corporation after the Merger shall be Brooks-PRI Automation, Inc.
6. The Merger shall be effective on May 14, 2002 at 4:01 p.m. eastern daylight savings time.

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7. The following resolutions were adopted on May 13, 2002, by the Board of Directors of the Corporation to merge the Subsidiary into the Corporation:

RESOLVED: That Corporation merge the Subsidiary into the Corporation (the "Merger") and assume all of its obligations so that the separate existence of the Subsidiary shall cease as soon as the Merger shall become effective, and thereupon this Corporation and the Subsidiary will become a single corporation, which shall continue to exist under and be governed by the laws of the State of Delaware.

RESOLVED: That the Corporation change its corporate name by changing Article I of the Certificate of Incorporation of this Corporation as follows:

Article First: The name of the Corporation (hereinafter the "Corporation") is Brooks-PRI Automation, Inc.

RESOLVED: That the Merger shall be effective upon the filing of the Certificate of Ownership and Merger with the Office of the Secretary of State of the State of Delaware and the filing of the Articles of Merger with the Office of the Secretary of State of the Commonwealth of Massachusetts pursuant to Section 82 of the Massachusetts Business Corporation Law.

RESOLVED: That the Chief Executive Officer, Chief Financial Officer and Secretary of the Corporation be, and each of them acting singly hereby is, authorized to execute and deliver (i) a Certificate of Ownership and Merger, (ii) Massachusetts Articles of Merger, and (iii) any other certificates or agreements as may be required by the laws of Delaware or Massachusetts, and to cause the same to be filed and recorded as provided by law; and to do all acts and things whatsoever, within the States of Delaware and Massachusetts and in any other appropriate jurisdiction, which, in his or her sole discretion, are necessary or advisable to consummate the Merger, the execution and delivery of such instruments and documents or the taking of such actions by him, her or any of them to be conclusive evidence of his, her or their authority hereunder, and approval thereof.

IN WITNESS WHEREOF, the undersigned, being the Senior Vice President, Finance and Administration, and Chief Financial Officer of Brooks Automation, Inc., does hereby execute this Certificate of Ownership and Merger and does certify, affirm and acknowledge under penalties of perjury that this is her free act and deed and that the facts stated herein are true, as of this 14th day of May, 2002.

/s/ Ellen B. Richstone
Ellen B. Richstone
Senior Vice President, Finance and
Administration, and Chief Financial Officer

COMMONWEALTH OF MASSACHUSETTS
COUNTY OF MIDDLESEX

In said County and State, before me this 14th day of May, 2002, personally appeared Ellen B. Richstone, Senior Vice President, Finance and Administration and Chief Financial Officer of Brooks Automation, Inc., known to me to be the person whose name is subscribed to the foregoing instrument and she acknowledged that she executed the same as an officer of Brooks Automation, Inc. as a free act and deed for the purposes therein contained.

/s/ Collette Rita Piche
Notary Public
My commission expires: August 22, 2008

[Signature]
Examiner
HG

FEDERAL IDENTIFICATION
NO. 04-3040660
Fee: \$250.00

081

The Commonwealth of Massachusetts
William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS
(General Laws, Chapter 156B, Section 82)

We, Robert J. Therrien, *President / *Vice President,
and Samuel P. Williams, *Clerk / *Assistant Clerk,

of Brooks Automation, Inc.
(Exact name of corporation)
organized under the laws of Delaware and herein called the parent corporation, certify as follows:

1. That the subsidiary corporation(s) to be merged into the parent corporation is/are:

Name	STATE OF ORGANIZATION	DATE OF ORGANIZATION
PRI Automation, Inc. <i>(042195703)</i>	Massachusetts, USA	February 8, 1972

2. That the parent corporation, at the date of the vote, owned not less than ninety percent (90%) of the outstanding shares of each class of stock of the subsidiary corporation or corporations with which it has voted to merge.

Item 3 below may be deleted if all the corporations are organized under the laws of Massachusetts and if General Laws, Chapter 156B is applicable to them.

3. That in the case of each of the above named corporations, the laws of the state of its organization, if other than Massachusetts, permit the merger herein described, and that all action required under the laws of each such state in connection with this merger has been duly taken.

*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.

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P.C.

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4. That at a meeting of the directors of the parent corporation, the following vote, pursuant to General Laws, Chapter 156B, Section 32, Subsection (a) was duly adopted:

VOTED:

That it is determined to be in the best interests of the Corporation that the Corporation merge its wholly-owned subsidiary, PRI Automation, Inc., into itself and assume all its obligations pursuant to Section 253 of the Delaware General Corporation Law and Section 82 of the Massachusetts Business Corporation Law, such that the Corporation survives the merger (the "Merger"); and it is further

VOTED:

That the Chief Executive Officer, Chief Financial Officer, Secretary, and Assistant Secretary of the Corporation be, and each of them acting singly hereby is, authorized to execute and deliver (i) a Certificate of Ownership and Merger; (ii) Massachusetts Articles of Merger; and (iii) any other certificates or agreements as may be required by the laws of Delaware or Massachusetts, and to cause the same to be filed and recorded as provided by law; and to do all acts and things whatsoever, within the State of Delaware and the Commonwealth of Massachusetts and in any other appropriate jurisdiction, which, in his or her sole discretion, are necessary or advisable to consummate the Merger, the execution and delivery of such instruments and documents or the taking of such actions by him, her or any of them to be conclusive evidence of his, her or their authority hereunder, and approval thereof; and it is further

VOTED:

That the effective date of the Merger shall be the date of filing of the Certificate of Ownership and Merger with the Office of the Secretary of State of the State of Delaware pursuant to Section 253 of the Delaware General Corporation Law and the date of filing of the Articles of Merger with the Office of the Secretary of State of the Commonwealth of Massachusetts.

Note: Votes, for which the space provided above is not sufficient, should be listed on additional sheets to be numbered 4A, 4B, etc. Additional sheets must be 8 1/2 x 11 and have a left hand margin of 1 inch. Only one side should be used.

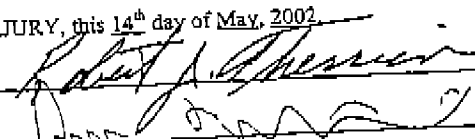
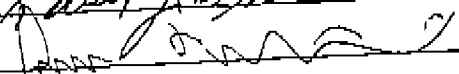
5. The effective date of the merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date, which shall not be more than *thirty days* after the date of filing:

The merger shall be effective on May 14, 2002 at 4:01 p.m., eastern ~~daylight savings~~ daylight savings time.

Section 6 below may be deleted if the parent corporation is organized under the laws of Massachusetts.

6. The parent corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any corporation organized under the laws of Massachusetts with which it has merged, and any obligation hereafter incurred by the parent corporation, including the obligation created by General Laws, Chapter 156B, Section 82, Subsection (e), so long as any liability remains outstanding against the parent corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligations, including taxes, in the same manner as provided in Chapter 181.

SIGNED UNDER THE PENALTIES OF PERJURY, this 14th day of May, 2002.

 * President / -Vice President,
*Assistant Clerk
 *Clerk / *Assistant Clerk.

*Delete the inapplicable words. In case, the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.

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THE COMMONWEALTH OF MASSACHUSETTS
ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS
(General Laws, Chapter 156B, Section 82)

I hereby approve the within Articles of Merger of Parent and Subsidiary
Corporations and, the filing fee in the amount of \$ 250
having been paid/said articles are deemed to have been filed with me this
14th day of May, 2007

Effective date: _____

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

RECEIVED
MAY 14 2007
SECRETARY OF THE COMMONWEALTH

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Pamela L. Kearsce, Esq.

Brown Rudnick Berlack Israels LLP

One Financial Center, Boston, MA 02111

Telephone: 617-856-8164