

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	CHANGE OF NAME
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
International Remote Imaging Systems, Inc.		11/26/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	IRIS International, Inc.
Street Address:	9172 Eaton Avenue
City:	Chatsworth
State/Country:	CALIFORNIA
Postal Code:	91311
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7		
Property Type	Number	Word Mark
Serial Number:	78127977	IRIS
Registration Number:	2032041	IRIS 900UDX
Registration Number:	2381379	STAKRAK
Registration Number:	1422605	THE YELLOW IRIS
Registration Number:	1539208	CEN-SLIDE
Registration Number:	2765121	IQ
Registration Number:	1630614	IRIS

CORRESPONDENCE DATA	
Fax Number:	(858)677-1401
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	858-638-6859
Email:	sdtrademark@graycary.com
Correspondent Name:	Kristin Manley
Address Line 1:	4365 Executive Drive, Suite 1100
Address Line 2:	Gray Cary Ware & Freidenrich
Address Line 4:	San Diego, CALIFORNIA 92121

OP \$190.00 78127977

ATTORNEY DOCKET NUMBER:

T04742US0

NAME OF SUBMITTER:

Kristin Manley

Total Attachments: 3

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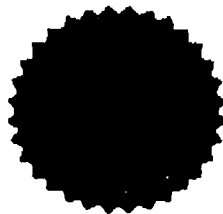
Delaware

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:

"IRIS INTERNATIONAL, INC.", A DELAWARE CORPORATION, WITH AND INTO "INTERNATIONAL REMOTE IMAGING SYSTEMS, INC." UNDER THE NAME OF "INTERNATIONAL REMOTE IMAGING SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF NOVEMBER, A.D. 2003, AT 7:04 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

2128608 8100M

AUTHENTICATION: 2776641

030764562

DATE: 12-01-03

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:38 PM 11/26/2003
FILED 07:04 PM 11/26/2003
SRV 030764562 - 2128608 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

OF

DIS INTERNATIONAL, INC.
(a Delaware corporation)

INTO

INTERNATIONAL REMOTE IMAGING SYSTEMS, INC.
(a Delaware corporation)

It is hereby certified that:

1. **INTERNATIONAL REMOTE IMAGING SYSTEMS, INC.** (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of common stock of **IRIS INTERNATIONAL, INC.**, which is also a business corporation of the State of Delaware.
3. On November 21, 2003, the Board of Directors of the Corporation adopted the following resolutions to merge **IRIS INTERNATIONAL, INC.** into the Corporation:

RESOLVED that **IRIS INTERNATIONAL, INC.** be merged into this Corporation, and that all of the assets, property, rights, privileges, powers and franchises of **IRIS INTERNATIONAL, INC.** be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by **IRIS INTERNATIONAL, INC.** in its name.

RESOLVED that this Corporation shall assume all of the obligations of **IRIS INTERNATIONAL, INC.**

RESOLVED that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction.


RESOLVED that this Corporation shall change its corporate name to **IRIS INTERNATIONAL, INC.**

RESOLVED that the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time when the merger therein provided for, shall become effective shall be the filing date with the Delaware Secretary of State.

Executed on November 26, 2003

INTERNATIONAL REMOTE IMAGING
SYSTEMS, INC.

By:



John Caloz, Chief Financial Officer
and Corporate Vice President