



03-28-2004



102701522

Attorney Docket No. 100726.10940US

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

<p>1. Name of conveying party(ies):</p> <p>• Leica Microsystems AG <i>3/18/04</i></p> <p> <input type="checkbox"/> Individuals(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporate (Swiss)  <input type="checkbox"/> Other </p> <p>Additional name(s) of conveying party(ies) attached?  <input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No </p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: Leica Microsystems (Schweiz) AG</p> <p>Street Address: Max Schmidheiny-Strasse 201 9435 Heerbrugg Switzerland</p> <p> <input type="checkbox"/> Individuals(s)  <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership  <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporate (Swiss)  <input type="checkbox"/> Other </p>
<p>3. Nature of Conveyance:</p> <p> <input type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input checked="" type="checkbox"/> Change of Name  <input type="checkbox"/> Other: Merger/ Assignment / Name Change </p> <p>Effective Date: 10/21/02</p>	<p>If assignee is not domiciled in the United States, a domestic representative designated is attached:  <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (n/a- change of name rather than assignment)</p> <p>Additional name(s) &amp; address(es) attached?  <input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No </p>
<p>4. Application number(s) or trademarks number(s):</p>	
<p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration(s). 2,270,645; 2,228,097; 2,225,687; 2,223,420</p>
<p>Additional numbers attached?      <input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence Concerning document should be mailed:</p> <p><b>CROWELL &amp; MORING LLP</b>  P.O. BOX 14300  Washington, D.C. 2004-4300  Phone: 202-624-2500  Facsimile: 202-628-8844</p>	<p>6. Total number of applications and registrations involved: 4</p> <p>7. Total Fee (37 CFR 3.41): <b>\$ 115.00</b>  <input checked="" type="checkbox"/> Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 05-1323  <input type="checkbox"/> Authorized to be charged to Deposit Account</p> <p>8. Deposit Account No. 05-1323  (Attach dupl. copy of this page if paying by Deposit Account)</p>
<p style="text-align: center;"><b>DO NOT WRITE IN THIS SPACE</b></p>	
<p>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.</p> <p><i>[Signature]</i> _____ <span style="float: right;">March 18, 2004</span>  Joseph D. Evans, Esq. <span style="float: right;">Date</span></p> <p style="text-align: right;">TOTAL NUMBER OF PAGES INCLUDING COVER SHEET, ATTACHMENTS, AND DOCUMENT: <u>4</u></p>	
<p style="text-align: center;"><b>DO NOT WRITE IN THIS SPACE</b></p>	
<p style="text-align: center;">Do not detach this portion</p> <p style="text-align: center;">Mail documents to be recorded with required cover sheet information to:  <b>Commissioner of Patents and Trademarks</b>  <b>MAIL STOP ASSIGNMENT RECORDATION SERVICES</b>  Washington, D.C. 20231</p>	

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1 FC:8521  
2 FC:8522  
40.00 OP  
78.00 OP



# Handelsregister des Kantons St. Gallen - Hauptregister

beglaubigte Fotokopie

Firmennummer	Rechtsnatur	Registrierung	Löschung	Uebertrag von:	
CH-270.3.012.009-0	Aktiengesellschaft	04.06.1998		auf:	1

Alle Eintragungen

Ei	Lö	Firma	Ref	Sitz
0		<del>Hemuewe Beteiligungs-AG</del>	0	bisher in Basel
3		<del>Leica-Mikroskopie-Systeme-AG</del>	1	Balgach
3	6	<del>(Leica Microscopie-Systemes SA) (Leica Microscopy Systems Ltd.)</del>		
6		<del>Leica Microsystems-AG</del>		
6	8	<del>(Leica Microsystems SA) (Leica Microsystems Ltd.)</del>		
8		Leica Microsystems (Schweiz) AG		
8		(Leica Microsystems (Suisse) SA) (Leica Microsystems (Switzerland) Ltd.)		

Ref	Aktienkapital (CHF)	Liberierung (CHF)	Aktien-Stückelung	Ref	Adresse der Firma
0	100'000.--	50'000.--	100-Namenaktien zu CHF 1'000.--	1	e/o Leica Mikroskopie Systeme AG
1		100'000.--			Heinrich Wild-Strasse
2	12'600'000.--	2'600'000.--	12'600 Namenaktien zu CHF 1'000.--	3	9435 Heerbrugg
4		12'600'000.--		9	Heinrich Wild-Strasse
					9435 Heerbrugg
					Max Schmidheiny-Strasse 201
					9435 Heerbrugg

Ei	Lö	Zweck	Ref
0	3	<del>Erwerb und Verwaltung von Beteiligungen an anderen Gesellschaften im In- und Ausland. Die Gesellschaft kann ferner Finanzierungsgeschäfte tätigen sowie Patente, Marken und andere immaterielle Güter erwerben und verwalten.</del>	
3		Entwicklung, Herstellung und Vertrieb von sowie Handel mit Mikroskopen, Mikroskop-Systemen und wissenschaftlichen Instrumenten aller Art und deren Zubehör sowie Erbringen aller in diesem Zusammenhang anfallenden Dienstleistungen. Die Gesellschaft kann sich im In- und Ausland direkt oder indirekt an Unternehmen beteiligen, Zweigniederlassungen errichten, Tochtergesellschaften gründen sowie Grundstücke und Rechte an solchen erwerben, verwalten und veräussern.	

Ei	Lö	Bemerkungen	Ref	Statutendatum
0		Mitteilungen an die Aktionäre: Briefe	0	17.03.1998
0		Die Übertragbarkeit der Namenaktien ist nach Massgabe der Statuten beschränkt.	1	25.05.1998
			2	02.06.1998
			3	02.06.1998
			4	03.09.1998
			6	17.02.1999
			8	24.05.2002

Ei	Lö	Sacheinlagen, Sachübernahmen, beso Vorteile, Genussscheine	Ref	Publikationsorgan
2		Beabsichtigte Sachübernahme: Die Gesellschaft beabsichtigt, nach erfolgter Kapitalerhöhung das gesamte Aktienkapital von CHF 5'000'000.-- der Leica Mikroskopie Systeme AG, in Heerbrugg (Balgach) zum Kaufpreis von CHF 75'000'000.-- zu übernehmen.	0	SHAB
3		Fusion: Die Gesellschaft übernimmt auf dem Wege der Fusion die Leica Mikroskopie Systeme AG, in Heerbrugg (Balgach). Aktiven von CHF 45'009'714.-- und Passiven von CHF 40'009'348.-- gehen gemäss Fusionsvertrag vom 02.06.1998 und Fusionsbilanz per 31.03.1998 durch Universalsukzession an die Gesellschaft über, die bereits sämtliche Aktien der übernommenen Gesellschaft besitzt. Dabei erlöschen diese Aktien, und das Aktienkapital der übernehmenden Gesellschaft bleibt unverändert.		

Ei	Lö	Zweigniederlassung	Ei	Lö	Zweigniederlassung	Ei	Lö	Zweigniederlassung	Ei	Lö	Zweigniederlassung

Ze	Ref	TB-Nr	TB-Datum	SHAB	SHAB-Datum	Seite	Ze	Ref	TB-Nr	TB-Datum	SHAB	SHAB-Datum	Seite
	0		(Sitzverlegung)		(Sitzverlegung)		MH	6	1525	04.03.1999	48	10.03.1999	1582
AS	1	3980	04.06.1998	109	10.06.1998	3937	FK	7	3997	23.06.1999	123	29.06.1999	4352
AS	2	4157	09.06.1998	112	15.06.1998	4058	MH	8	4222	12.06.2002	115	18.06.2002	12
AS	3	4699	26.06.1998	125	02.07.1998	4563	FK	9	5183	12.07.2002	137	18.07.2002	12
MH	4	6958	24.09.1998	189	30.09.1998	6717							
FK	5	604	27.01.1999	22	02.02.1999	743							

(seal) Commercial Register of the District St. Gallen – Main Register

Company No.  CH- 270.3.012.009-0	Legal Entity  Corporation (publicly held)	Certified Copy	Date of Registration (R) 06/04/1998	Deletion (D)	Transfer From: To:
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All Registration Details

R	D	Company Name	Ref	Location
0		<del>Hemuewe Beteiligungs AG</del>	0	Thus far in
3		<del>Leica Mikroskopie Systeme AG</del>	1	Basel
3	6	<del>(Leica Microscopie Systemes SA)</del> Leica Microscopy Systems Ltd.)		Balgach
6		<del>Leica Microsystems AG</del>		
6	8	<del>(Leica Microsystems SA)</del> Leica Microsystems Ltd.)		
8		<b>Leica Microsystems (Schweiz) AG</b>		
8		(Leica Microsystems (Suisse) SA) (Leica Microsystems (Switzerland) Ltd.)		

Ref	Stock Capital (Swiss F)	Liability (Swiss F)	Stock-Portions	Ref	Company Address
0			100 Company Stocks for Swiss F 1,000.—	1	<del>c/o Leica Mikroskopie Systeme AG</del>
1	100,000.—	50,000.—			<del>Heinrich Wild</del>
2			12,600 Company Stocks for Swiss F 1,000.--		<del>Strasse</del>
4	- 12,000,000.--	100,000.— 2,600,000.— 12,000,000.--			<del>9435 Heerbrugg</del>
Ref	Pers. Capital (Swiss F)	Liability (Swiss F)	Participation Billets	3	Heinrich Wild Strasse 9435 Heerbrugg
				9	Max Schmidheiny-Strasse 201 9435 Heerbrugg

R	D	Purpose	Ref	
0	3	<del>Acquisition and management of holdings in other companies within the country and foreign countries. The company can further conduct financing business as well as purchasing and manage patents, trademarks and other non-material goods.</del>		
3		Research and development of, manufacture and distribution of and commerce in microscopes, microscopic systems and scientific instruments of all kinds and accessories therefore, as well as providing services related in connection therewith. The company may own shares directly or indirectly in enterprises within the country and foreign countries, establish subsidiaries and found related companies, and purchase, manage, and sell real property and property rights.		
R	D	Remarks	Ref	Statute

0		Announcements to share holders: Letters	0	03/17/19
0		The assignment of personal shares is limited in accordance with the statutes	1	05/25/19
			2	06/02/19
			3	06/02/19
			4	09/03/19
			6	02/17/19
			8	05/24/20
R	D	Starting Capital, Capital Acquisitions, particularly Shares, Certificate of Deposits	Ref	Publish
2		Proposed capital acquisition: The company intends to acquire, following the capital increase, the entire stock portfolio in the amount of Swiss F. 5,000,000.—of Leica Mikroskopie Systeme AG, in Heerbrugg (Balgach) for the purchase prize of Swiss F. 75,000,000.--.	0	Swiss C News (S
3		Merger: The company by way of merger acquires the Leica Mikroskopie Systeme AG, in Heerbrugg (Balgach). Active capital of Swiss F. 45,009,714.-- and passive capital of Swiss F. 40,009,348.-- in accordance with the Merger Agreement dated 06/02/1998 and the Merger Statement of Account dated 03/31/1998, are transferred to the company by way of universal succession, which company already owns all of the stock of the merged company. These stocks have thereby expired, and the stock capital of the receiving company remains unchanged.		Cont. P