

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):

Asyst Connectivity Technologies, Inc.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: March 15, 2004

2. Name and address of receiving party(ies)

Name: Asyst Technologies, Inc.

Internal
Address: _____

Street Address: 48761 Kato Road

City: Fremont State: CA Zip: 94538

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2649085 and 2564130

Additional number(s) attached Yes No

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

Name: Scott D. Sanford, Esq.

Internal Address: O'Melveny & Myers LLP
Embarcadero Center West

Street Address: 275 Battery Street

City: San Francisco State: CA Zip: 94111

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0639

DO NOT USE THIS SPACE

9. Signature.

Scott D. Sanford, Esq.
Name of Person Signing


Signature

December 28, 2004
Date

Total number of pages including cover sheet, attachments, and document: 6

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

CHI \$65.00 500639 2649085

Delaware

PAGE 1

The First State

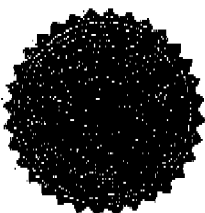
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ASYST CONNECTIVITY TECHNOLOGIES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ASYST TECHNOLOGIES, INC." UNDER THE NAME OF "ASYST TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF CALIFORNIA, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTEENTH DAY OF APRIL, A.D. 2004, AT 10:34 O'CLOCK A.M.

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

3789495 8100M
040268284



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3051607

DATE: 04-14-04

TRADEMARK
REEL: 002999 FRAME: 0908

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:41 AM 04/13/2004
FILED 10:34 AM 04/13/2004
REV 040258284 - 3505502 FILE

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
ASYST CONNECTIVITY TECHNOLOGIES, INC.
INTO
ASYST TECHNOLOGIES, INC.**

(Pursuant to Section 253 of the General Corporation Law of the State of Delaware)

Asyst Technologies, Inc., a California corporation (the "Corporation"), does hereby certify:

FIRST: That the Corporation is incorporated pursuant to the California Corporations Code.

SECOND: That the Corporation owns all of the outstanding shares of each class of the capital stock of Asyst Connectivity Technologies, Inc. (the "Subsidiary"), a Delaware corporation.

THIRD: That the Corporation, by the resolutions of its Board of Directors, attached hereto as Exhibit A, duly authorized on the 23rd day of January, 2003, determined to enter into a plan of merger whereby the Subsidiary would be merged with and into the Corporation, with the Corporation remaining as the surviving entity.

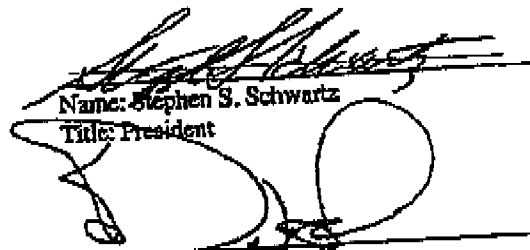
FOURTH: That the Corporation agrees that it may be served with process in Delaware in any proceeding for enforcement of any obligation of the Subsidiary, as well as for enforcement of any obligation of the Corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to 8 Del. C. §262, and the Corporation irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings and a copy of such process shall be mailed by the Secretary of State to the Corporation at the following address:

Asyst Technologies, Inc.
48761 Kato Road
Fremont, CA 94538
Attn: General Counsel

393234 v1/MN
16GYQ01.DOC

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by its President on this 15th day of March, 2004.

ASYST TECHNOLOGIES, INC.



Name: Stephen S. Schwartz
Title: President

Name: Stephen M. Debenham
Title: Secretary

EXHIBIT A

BOARD RESOLUTIONS

WHEREAS, the Corporation, owns all of the issued and outstanding capital stock of Asyst Connectivity Technologies, Inc., its wholly-owned subsidiary (the "Subsidiary"), and it is deemed to be in the best interests of the Corporation to merge the Subsidiary with and into the Corporation in a statutory short-form merger pursuant to the provisions of Section 1110 of the California Corporations Code, wherein the Corporation will be the surviving corporation of such merger;

NOW, THEREFORE, BE IT RESOLVED, that the Subsidiary shall merge with and into the Corporation, with the Corporation being the surviving corporation of such merger and acquiring thereby all the assets and properties of the Subsidiary and assuming all of the liabilities and obligations of the Subsidiary;

RESOLVED FURTHER, that by virtue of the merger, and without any action on the part of the Corporation or Subsidiary, all of the stock issued and outstanding shares of capital stock of the Subsidiary immediately prior to the merger shall be cancelled and extinguished, and shall be so registered on the books and records of the Corporation and its transfer agent;

RESOLVED FURTHER, that the officers of the Corporation be, and each of them hereby is, authorized and directed to make, execute and acknowledge a Certificate of Ownership and Merger setting forth a copy of these resolutions to merge the Subsidiary with and into the Corporation and the date of adoption thereof (the "Certificate of Ownership and Merger");

RESOLVED FURTHER, that the Corporation shall cause to be filed and recorded the Certificate of Ownership and Merger and any other documents prescribed by the laws of the State of Delaware and in any other appropriate jurisdiction in order to effectuate the merger of the Subsidiary with and into the Corporation;

RESOLVED FURTHER, that the Secretary of State of Delaware is hereby appointed agents in their respective states for service of process in those states;

RESOLVED FURTHER, that the officers of the Corporation be, and each of them hereby is, authorized and directed, for and on behalf of the Corporation, to take such further actions and execute such documents as each may deem necessary or appropriate to carry out the purposes of the foregoing resolutions.

WJZL v/AN
WJYQUH.DOC