

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:45 PM 12/24/2002
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**CERTIFICATE OF MERGER
OF
PACKARD INSTRUMENT COMPANY, INC.
INTO
PERKINELMER LIFE SCIENCES, INC.**

Pursuant to Title 8, Section 251(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The constituent business corporations participating in the merger are:

- (i) Packard Instrument Company, Inc., which is incorporated under the laws of the State of Delaware; and
- (ii) PerkinElmer Life Sciences, Inc., which is incorporated under the laws of the State of Delaware.

SECOND: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251(c) of the Delaware General Corporation Law.

THIRD: The name of the surviving corporation is PerkinElmer Life Sciences, Inc., a Delaware corporation (the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be its Certificate of Incorporation.

FIFTH: The merger is to become effective at 12:00:01 a.m., Eastern Standard Time, on December 30, 2002.

SIXTH: The executed Agreement and Plan of Merger is on file at 549 Albany Street, Boston, MA 02118-2512, the place of business of the Surviving Corporation.

SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation on request, without cost, to any stockholder of either constituent corporation.

IN WITNESS WHEREOF, said Surviving Corporation has caused this certificate to be signed by an authorized officer, the 23rd day of December, 2002.

PERKINELMER LIFE SCIENCES, INC.

By: 
Name: Peter Myllyneva
Title: Secretary
An Authorized Person