

10-01-2004  
102849458

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

1. Name of conveying party(ies):

Marlow Surgical Technologies, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Ohio
- Other \_\_\_\_\_

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other Corrective Recordation re Merger

recorded 7/3/1997 on Reel/Frame 1605/0326  
Execution Date: April 3, 1997

2. Name and address of receiving party(ies)

Name: Marlow Acquisition Corp.

Internal

Address: \_\_\_\_\_

Street Address: 15 Forest Parkway

City: Shelton State: CT Zip: 06488

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)

1,837,797

Additional number(s) attached  Yes  No

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

Name: Erin M. Clarke, Esq.

Internal Address: Owen, Wickersham & Erickson, PC  
19th Floor

Street Address: 455 Market Street

City: San Francisco State: CA Zip: 94105

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:

502333

(Attach duplicate copy of this page if paying by deposit account)

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.

Erin M. Clarke

Name of Person Signing

Erin M. Clarke

Signature

September 22, 2004

Date

09/30/2004 ECOOPER 0000138 502333 1837797 Total number of pages including cover sheet, attachments, and document: 17

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40.00 DA

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

TRADEMARK  
REEL: 003054 FRAME: 0405

07-16-1997



100455469

U.S. DEPARTMENT OF COMMERCE  
BUREAU OF PATENTS AND TRADEMARKS  
JUL 03 1997  
Attached Original Documents Occupy Hereof.

To the Honorable Commissioner of Patents and Trademarks

MRD 7-3-97

1. Name of conveying party(ies):  
Marlow Surgical Technologies, Inc.-

- Individual(s)
  - General Partnership
  - Corporation-State Indiana
  - 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: April 3, 1997

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

Internal Address: \_\_\_\_\_  
Street Address: 15 Forest Parkway  
City: Shelton State: CT ZIP: 06484

- 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 patent number(s):  
A. Trademark Application No.(s)

B. Trademark Registration No.(s)  
1,736,360  
1,837,797  
2,072,870

Additional numbers attached?  Yes  No

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

Name: Melville Owen, Esq.  
Internal Address: Owen Wickersham & Erickson  
Street Address: 455 Market Street - 19th Floor  
City: San Francisco State: CA ZIP: 94105

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

(Attach duplicate copy of this page if paying by deposit account)

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.

Jason S. Fertig  
Name of Person Signing

*Jason S. Fertig*  
Signature

6/30/97  
Date

Total number of pages including cover sheet, attachments, and document: 1

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

TRADEMARK  
REEL: 003054 FRAME: 0406

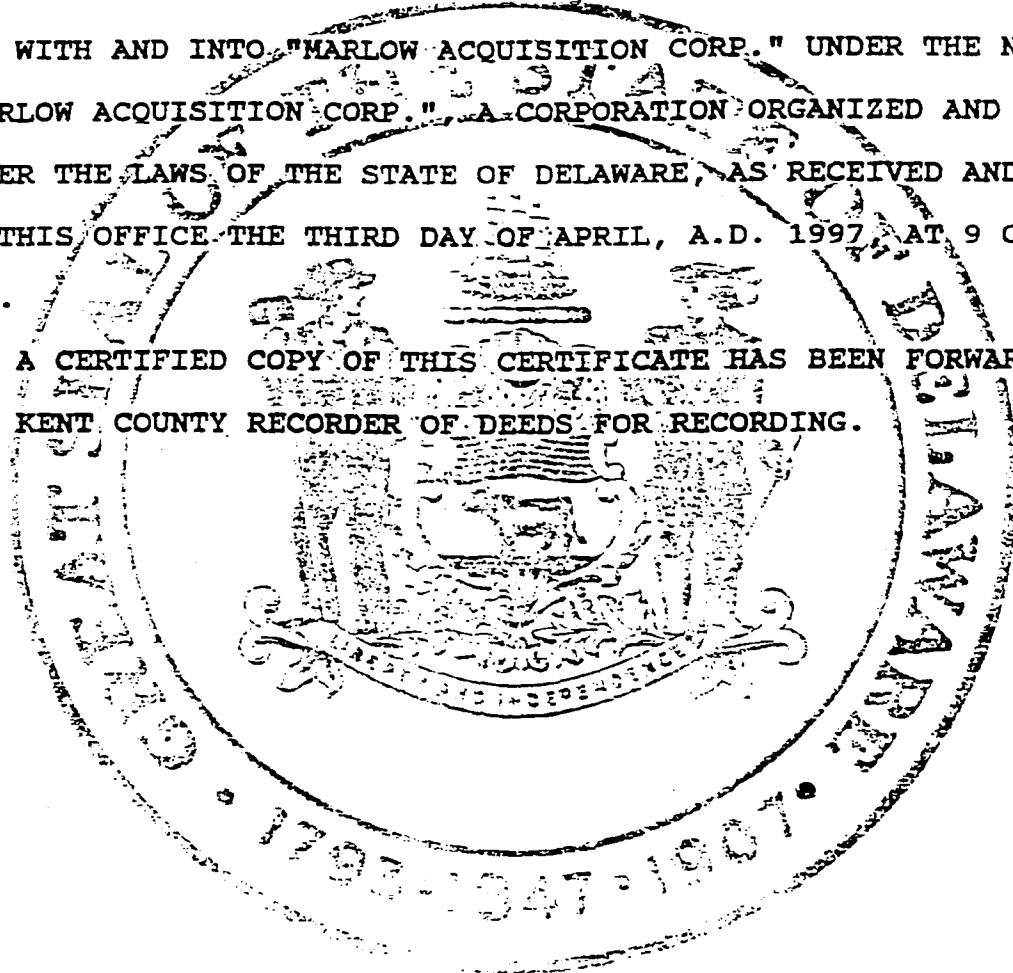
0000024 1736360 40 50  
1/15/1997  
FD: 481  
FD: 482

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"MARLOW SURGICAL TECHNOLOGIES, INC.", A OHIO CORPORATION, WITH AND INTO "MARLOW ACQUISITION CORP." UNDER THE NAME OF "MARLOW ACQUISITION CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF APRIL, A.D. 1997, AT 9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS FOR RECORDING.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8406005

DATE: 04-07-97

CERTIFICATE OF MERGER  
OF  
MARLOW SURGICAL TECHNOLOGIES, INC.  
WITH AND INTO  
MARLOW ACQUISITION CORP.

Pursuant to Section 252 of the Delaware General Corporation Law ("DGCL") and in the same manner as is provided in Section 251 of the DGCL and in accordance with the laws of the State of Ohio, MARLOW SURGICAL TECHNOLOGIES, INC., an Ohio corporation ("MST") will be merged with and into MARLOW ACQUISITION CORP., a Delaware corporation ("MARLOW"). In connection with the Merger (the "Merger") of MST with and into MARLOW, MARLOW hereby certifies the following:

1. Name and State of Incorporation. The names and states of incorporation of MARLOW and MST, which are the only constituent corporations in the Merger (the "Constituent Corporations"), are:

<u>Name</u>	<u>State of Incorporation</u>
Marlow Acquisition Corp.	Delaware
Marlow Surgical Technologies, Inc.	Ohio

2. Agreement and Plan of Merger. The Agreement and Plan of Merger dated as of April 3, 1997 (the "Merger Agreement") among The Cooper Companies, Inc., a Delaware corporation and the parent of MARLOW (the "Parent"), MARLOW, MST and the shareholders of MST, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 252 of the DGCL.

3. Name of Surviving Corporation. The name of the surviving corporation following the Merger (the "Surviving Corporation") is Marlow Acquisition Corp., a Delaware corporation.

4. Certificate of Incorporation of Surviving Corporation. Subsequent to the effective time of the Merger, the Certificate of Incorporation of MARLOW shall be the Certificate

2/22/97/00/MEROCERT.WT

of Incorporation of the Surviving Corporation until altered, amended or repealed as provided in the DGCL.

5. Agreement and Plan of Merger on File. The executed Merger Agreement is on file at a principal place of business of the Surviving Corporation, the address of which is c/o Coopersurgical, Inc., 15 Forest Parkway, Shelton, CT 06484.

6. Copy of Agreement and Plan of Merger. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation who forwards a request to the Surviving Corporation at its address which is c/o Coopersurgical, Inc., 15 Forest Parkway, Shelton, CT 06484.

7. Authorized Capital Stock of MST. The authorized capital stock of MST consists of (i) 750,000 shares of common stock, no par value and (ii) 25,920 shares of preferred stock, \$77.16 par value.

IN WITNESS WHEREOF, this Certificate of Merger has been executed this 3rd day of April, 1997.

MARLOW ACQUISITION CORP.

By: Nicholas J. Pichotta  
Nicholas J. Pichotta  
Chairman, Chief Executive  
Officer and President



# The State of Ohio

Bob Taft

Secretary of State

FL975045

## Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous

Filings: that said records show the filing and recording of: MUL MIS PER

of:

MARLOW ACQUISITION CORP.

United States of America  
State of Ohio  
Office of the Secretary of State

Recorded on Roll 5818 at Frame 1660 of  
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 3RD day of APRIL

A.D. 19 97



*Bob Taft*  
Bob Taft  
Secretary of State



Prescribed by  
 Bob Taft, Secretary of State  
 10 East Broad Street, 14th Floor  
 Columbus, Ohio 43266-0418  
 Form MER (July 1994)

07-23-1860

#075045  
 Approved *RP*  
 Date 4/31/97  
 Fee 100.00

97040492901

**CERTIFICATE OF MERGER**

In accordance with the requirements of Ohio law, the undersigned corporations, limited liability companies and/or limited partnerships, desiring to effect a merger, set forth the following facts:

**I. SURVIVING ENTITY**

A. The name of the entity surviving the merger is:

MARLOW ACQUISITION CORP.

If the surviving entity is an Ohio limited partnership or qualified foreign limited partnership, its organizational number shall be provided.

B. Name change: As a result of this merger, the name of the surviving entity has been changed to the following: \_\_\_\_\_

only if the name of surviving entity is changing through the merger

C. The surviving entity is a: (Please check the appropriate box and fill in the appropriate blanks)

- Domestic (Ohio) corporation
- Foreign (Non-Ohio) corporation incorporated under the laws of the state/ country of \_\_\_\_\_ and licensed to transact business in the state of Ohio.
- Foreign (Non-Ohio) corporation incorporated under the laws of the state/country of Delaware, and NOT licensed to transact business in the state of Ohio.
- Domestic (Ohio) limited liability company
- Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of \_\_\_\_\_, and registered to do business in the state of Ohio.
- Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of \_\_\_\_\_, and NOT registered to do business in the state of Ohio.
- Domestic (Ohio) limited partnership, registration number \_\_\_\_\_

**RECEIVED**  
 APR 08 1997

- [ ] Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of \_\_\_\_\_, and registered to do business in the state of Ohio, under registration number \_\_\_\_\_
- [ ] Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of \_\_\_\_\_, and NOT registered to do business in the state of Ohio.

**II. Merging Entities**

The name, type of entity, and state/country of incorporation or organization, respectively, of each entity, other than the survivor, which is a party to the merger are as follows: (If beneficiary party to merger this does, please attach a separate sheet listing the merging entities. Ohio registered or foreign qualified limited partnerships must include registration number)

Name	State/Country of Organization	Type of Entity
<u>Marlow Surgical Technologies, Inc.</u>	<u>Ohio</u>	<u>Corporation</u> <u>523175</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

**III. Merger Agreement on File**

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the agreement of merger upon written request:

Name	Address
<u>Marlow Acquisition Corp.</u> <u>c/o CooperSurgical, Inc.</u>	<u>15 Forest Parkway</u> (street and number) <u>Shelton, Connecticut 06484</u> (city, village or township) (state) (zip code)

**IV. Effective Date of Merger**

This merger is to be effective:

On \_\_\_\_\_ (if a date is specified, the date must be a date on or after the date of filing; the effective date of the merger cannot be earlier than the date of filing; if no date is specified, the date of filing will be the effective date of the merger).



## V. Merger Authorized

The laws of the state or country under which each constituent entity exists, permits this merger.

This merger was adopted, approved and authorized by each of the constituent entities in compliance with the laws of the state under which it is organized, and the persons signing this certificate on behalf of each of the constituent entities are duly authorized to do so.

## VI. Statutory Agent

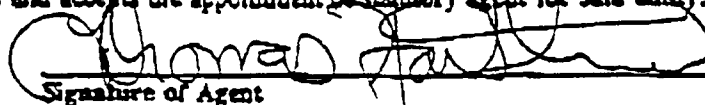
The name and address of the surviving entity's statutory agent upon whom any process, notice or demand may be served is:

Name	Address
<u>National Registered Agents, Inc.</u>	<u>145 Baker Street</u>
<small>(complete street address)</small>	<small>(city, village or township)      zip code</small>
	<u>Marion, Ohio 43302</u>
	<small>(city, village or township)      zip code</small>

*(This item MUST be completed if the surviving entity is a foreign entity which is not licensed, registered or otherwise authorized to conduct or transact business in the State of Ohio)*

## Acceptance of Agent

The undersigned, named herein as the statutory agent for the above referenced surviving entity, hereby acknowledges and accepts the appointment of statutory agent for said entity.

  
Signature of Agent

*(The acceptance of agent must be completed by domestic surviving entities if through this merger the statutory agent for the surviving entity has changed, or the named agent differs in any way from the name reflected on the Secretary of State's records.)*

## VII. Statement of Merger

Upon filing, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

## VIII. Amendments

The articles of incorporation, articles of organization or certificate of limited partnership (strike the inapplicable terms) of the surviving domestic entity herein, are amended as set forth in the attached "Exhibit A."

*(Please note that any amendments to articles of incorporation, articles of organization or to a certificate of limited partnership MUST be attached if the surviving entity is a DOMESTIC corporation, limited liability company, or limited partnership.)*

## IX. Qualification or Licensure of Foreign Surviving Entity

A. The listed surviving foreign corporation, limited liability company, or limited partnership desires to transact business in Ohio as a foreign corporation, foreign limited liability company, or foreign limited partnership, and hereby appoints the following as its statutory agent upon whom process, notice or demand against the entity may be served in the State of Ohio. The name and complete address of the statutory agent is:

National Registered Agents, Inc. 148 Baker Street  
(name) (street and number)

Marion, Ohio 43302  
(city, village or township) (zip code)

The subject surviving foreign corporation, limited liability company or limited partnership irrevocably consents to service of process on the statutory agent listed above as long as the authority of the agent continues, and to service of process upon the Secretary of State if the agent cannot be found, if the corporation, limited liability company or limited partnership fails to designate another agent when required to do so, or if the corporation's, limited liability company's, or limited partnership's license or registration to do business in Ohio expires or is cancelled.

B. The qualifying entity also states as follows: (complete only if applicable)

1. **Foreign Qualifying Limited Liability Company**  
(If the qualifying entity is a foreign limited liability company, the following information must be completed)
  - a. The name of the limited liability company in its state of organization/registration is \_\_\_\_\_
  - b. The name under which the limited liability company desires to transact business in Ohio is \_\_\_\_\_
  - c. The limited liability company was organized or registered on \_\_\_\_\_ under the laws of the state/country of \_\_\_\_\_
  - d. The address to which interested persons may direct request for copies of the articles of organization, operating agreement, bylaws, or other charter documents of the company is: \_\_\_\_\_



05818-1854A

The undersigned constituent entities have caused this certificate of merger to be signed by its duly authorized officers, partners and representatives on the date(s) stated below.

Marlow Acquisition Corp.  
exact name of entity

By: *Richard J. Paschetto*  
Its: President

Date: April 3, 1997

Marlow Surgical Technologies, Inc.  
exact name of entity

By: *Clifford A. Martow*  
Its: President

Date: April 3, 1997

exact name of entity

By: \_\_\_\_\_  
Its: \_\_\_\_\_

Date: \_\_\_\_\_

exact name of entity

By: \_\_\_\_\_  
Its: \_\_\_\_\_

Date: \_\_\_\_\_

exact name of entity

By: \_\_\_\_\_  
Its: \_\_\_\_\_

Date: \_\_\_\_\_

exact name of entity

By: \_\_\_\_\_  
Its: \_\_\_\_\_

Date: \_\_\_\_\_

exact name of entity

By: \_\_\_\_\_  
Its: \_\_\_\_\_

Date: \_\_\_\_\_

exact name of entity

By: \_\_\_\_\_  
Its: \_\_\_\_\_

Date: \_\_\_\_\_

exact name of entity

By: \_\_\_\_\_  
Its: \_\_\_\_\_

Date: \_\_\_\_\_

exact name of entity

By: \_\_\_\_\_  
Its: \_\_\_\_\_

Date: \_\_\_\_\_

Please note that the chairman of the board, the president, vice president, secretary or an authorized secretary must sign on behalf of each constituent corporation, and at least one general partner must sign on behalf of each constituent limited partnership. If insufficient space for signature, a separate sheet should be attached containing such signatures.



# The State of Ohio

Bob Taft

Secretary of State

523175

## Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings: that said records show the filing and recording of: MEX

of:

MARLOW SURGICAL TECHNOLOGIES, INC.

United States of America  
State of Ohio  
Office of the Secretary of State

Recorded on Roll 5818 at Frame 1667 of  
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 3RD day of APRIL ,

A.D. 19 97 .



*Bob Taft*

Bob Taft  
Secretary of State

#523175

MARLOW SURGICAL TECHNOLOGIES, INC.

MEX