

5/16/05

05-10-2005

FORM PTO-1594 (Substitute)

RECORD



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

To the Director of the U.S. Patent and Trademark

102998893

documents or copy thereof.

1. Name of conveying party(ies):

Respironics Georgia, Inc.

- Individual
- General Partnership
- Corporation-State
- Other: _____
- Association
- Limited Partnership

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

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

Name: Respironics, Inc.

Address: 1010 Murry Ridge Lane

City: Murrysville State: PA Zip: 15668

3. Nature of conveyance:

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

Execution Date: December 16, 2002

- 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 trademark registration number(s)

A. Trademark Application No(s).

B. Trademark Registration No(s).

2,336,538

Additional numbers attached? Yes No

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

Name: Frederick H. Colen

REED SMITH LLP

Address: P.O. Box 488

City: Pittsburgh State: PA Zip: 15230

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6)): \$ 40

- Enclosed
- Authorized to be charged to deposit account _____
- Charge any deficiency to deposit account

8. Deposit account number:

18-0582

(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 and correct copy of the original document.

Frederick H. Colen
Name of Person Signing

Frederick H. Colen
Signature

May 16, 2005
Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office,
P.O. Box 1450, Alexandria, VA 22313-1450

05/09/2005 ECOOPER 00000022 2336538

01 FC:8521

40.00 DP

ARTICLES OF MERGER
OF
RESPIRONICS GEORGIA, INC.
INTO
RESPIRONICS, INC.

Pursuant to the provisions of the Georgia Business Corporation Code, the undersigned corporations adopt the following Articles of Merger:

1. The Agreement and Plan of Merger is attached hereto as Exhibit A.
2. Shareholder approval of the merger was not required.
3. The merger shall become effective at 11:59 p.m. on December 31, 2002.
4. Respironics, Inc., the surviving corporation, certifies that a Notice of Merger and a publishing fee of \$40 have been mailed or delivered to an authorized newspaper, as required by law.

Date: Dec. 16, 2002

RESPIRONICS, INC.

By: 

Title: Daniel A. Boveviro, VP & CFO

Date: Dec. 16, 2002

RESPIRONICS GEORGIA, INC.

By: 

Title: James C. Wall, VP

RECEIVED
DEC 17 2002
11 41 AM
RESPIRONICS

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : 023650650

CONTROL NUMBER : K301716

EFFECTIVE DATE : 12/31/2002

REFERENCE : 0093

PRINT DATE : 12/31/2002

FORM NUMBER : 411

C T CORPORATION SYSTEM

PATTIE HARDY

1201 PEACHTREE ST.,NE

ATLANTA GA 30361

CERTIFICATE OF MERGER

I, Cathy Cox, the Secretary of State of the Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:

RESPIRONICS, INC., A DELAWARE CORPORATION

Nonsurviving Entity/Entities:

RESPIRONICS GEORGIA, INC., A GEORGIA CORPORATION



A handwritten signature in cursive script, appearing to read "Cathy Cox".

CATHY COX
SECRETARY OF STATE

Delaware

PAGE 1

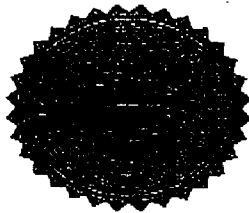
The First State

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:

"RESPIRONICS GEORGIA, INC.", A GEORGIA CORPORATION,
WITH AND INTO "RESPIRONICS, INC." UNDER THE NAME OF
"RESPIRONICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE NINETEENTH DAY OF DECEMBER, A.D. 2002, AT 4:49
O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY
OF DECEMBER, A.D. 2002, AT 11:59 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

2028915 8100M

020785613

AUTHENTICATION: 2162516

DATE: 12-20-02

RECORDED: 05/06/2005

TRADEMARK
REEL: 003157 FRAME: 0384