

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Thermo Electron Corporation		11/09/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Thermo Fisher Scientific Inc.		
Street Address:	81 Wyman Street		
City:	Waltham		
State/Country:	MASSACHUSETTS		
Postal Code:	02454		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2414662	HEMAPRO	
CORRESPONDENCE DATA			
Fax Number:	(202)861-1783		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	trademarks@bakerlaw.com		
Correspondent Name:	John H. Weber		
Address Line 1:	1050 Connecticut Ave., NW, Suite 1100		
Address Line 2:	Baker & Hostetler, LLP		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20036		
ATTORNEY DOCKET NUMBER:	87289-0145		
NAME OF SUBMITTER:	John H. Weber		
Signature:	/jhw/		
Date:	12/19/2006		

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Total Attachments: 3

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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 AMENDMENT OF "THERMO ELECTRON CORPORATION", CHANGING ITS NAME FROM "THERMO ELECTRON CORPORATION" TO "THERMO FISHER SCIENTIFIC INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF NOVEMBER, A.D. 2006, AT 12:29 O'CLOCK P.M.

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



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061028313

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5183450

DATE: 11-09-06

TRADEMARK

REEL: 003447 FRAME: 0643

CERTIFICATE OF AMENDMENT OF
THIRD AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
THERMO ELECTRON CORPORATION

Thermo Electron Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Company"),

DOES HEREBY CERTIFY:

FIRST: That by an action by the Board of Directors dated July 13, 2006, resolutions were duly adopted setting forth proposed amendments of the Third Amended and Restated Certificate of Incorporation of the Company. The resolutions setting forth the proposed amendments are as follows:

RESOLVED, that, following approval of the stockholders of the Company, and effective upon the Effective Time (as such term is defined in the Agreement and Plan of Merger, dated May 7, 2006, by and among the Company, Fisher Scientific International Inc. and Trumpet Merger Corporation), Article FIRST to the Company's Third Amended and Restated Certificate of Incorporation shall be amended to read in its entirety as follows: "FIRST: The name of the Company is Thermo Fisher Scientific Inc."

RESOLVED, that, upon approval of the stockholders of the Company, the first paragraph of Article FOURTH to the Company's Third Amended and Restated Certificate of Incorporation shall be amended by deleting the words "Three Hundred Fifty Million (350,000,000)" in the first sentence thereof and inserting in its place the words "One Billion Two Hundred Million (1,200,000,000)".

SECOND: That at a meeting and vote of stockholders dated August 30, 2006, said amendments were duly adopted in accordance with the applicable provisions of Section 242 of the General Corporation Law of the State of Delaware.


THIRD: That Article FIRST to the Company's Third Amended and Restated Certificate of Incorporation be, and it hereby is, amended to read in its entirety as follows:

"FIRST: The name of the Company is Thermo Fisher Scientific Inc."

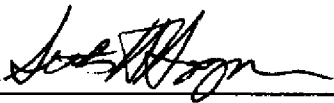
FOURTH: That the first paragraph of Article FOURTH to the Company's Third Amended and Restated Certificate of Incorporation be, and it hereby is, amended by deleting the words "Three Hundred Fifty Million (350,000,000)" in the first sentence thereof and inserting in its place the words "One Billion Two Hundred Million (1,200,000,000)".

FIFTH: That the amendments of the Company's Third Amended and Restated Certificate of Incorporation herein certified have been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Thermo Electron Corporation has caused this certificate to be signed by its President and Chief Executive Officer, and attested by its Vice President, General Counsel and Secretary, this 9th day of November, 2006.

By: 
Name: Marijn E. Dekkers
Title: President and Chief Executive Officer

ATTEST:

By: 
Name: Seth H. Hoogasian
Title: Vice President, General Counsel and Secretary