

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Merger and Change of Name		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Omnice.com		08/06/2001	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Omnice, Inc.		
Street Address:	1201 Charleston Road		
City:	Mountain View		
State/Country:	CALIFORNIA		
Postal Code:	94043		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2687026	OMNICELL	
Registration Number:	2705051	OMNICELL	
Registration Number:	1991385	OMNICELL	
Registration Number:	2718390	OMNICELL	
CORRESPONDENCE DATA			
Fax Number:	(212)479-6275		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212 479-6000		
Email:	trademarks@cooley.com		
Correspondent Name:	Janet Cullum/Cooley Godward Kronish LLP		
Address Line 1:	1114 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10036-7798		
NAME OF SUBMITTER:	Janet L. Cullum, Esq.		
Signature:	/Janet L. Cullum, Esq./		

CH \$115.00 2687026

Date:

07/11/2007

Total Attachments: 3

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State of Delaware

Office of the Secretary of State

FILED

In the Office of the Secretary of State
of the State of California

PAGE 1

AUG 16 2001 *epb*

Bill Jones

BILL JONES, Secretary of 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 MERGER, WHICH MERGES:

"OMNICELL.COM", A CALIFORNIA CORPORATION,

WITH AND INTO "OMNICELL MERGER CORPORATION" UNDER THE NAME OF "OMNICELL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF AUGUST, A.D. 2001, AT 9 O'CLOCK A.M.



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010396408

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1292867

DATE: 08-13-01

TRADEMARK
REEL: 003578 FRAME: 0082

CERTIFICATE OF MERGER

OF

OMNICELL.COM
a California corporation

INTO

OMNICELL MERGER CORPORATION
a Delaware corporation

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify that:

1. The name and state of incorporation of each of the constituent corporations of the merger is as follows:

Name	State of Incorporation
Omnicell.com	California
Omnicell Merger Corporation	Delaware

2. An Agreement and Plan of Merger dated as of August 6, 2001 (the "Agreement of Merger") between Omnicell.com and Omnicell Merger Corporation has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation is Omnicell Merger Corporation, a Delaware corporation. Upon the effectiveness of the filing of this Certificate of Merger, Omnicell Merger Corporation will change its name to Omnicell, Inc., and Article I of the Amended and Restated Certificate of Incorporation of Omnicell Merger Corporation shall be amended by changing the name of the corporation to "Omnicell, Inc."

4. The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is 1101 East Meadow Drive, Palo Alto, CA 94303.

5. A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

6. The authorized capital stock of Omnicell.com consists of (a) 40,000,000 shares of Common Stock, no par value per share and (b) 18,500,000 shares of Preferred Stock, no par value per share.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 08/06/2001
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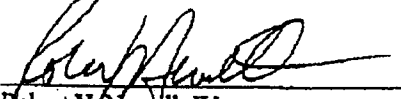
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TRADEMARK
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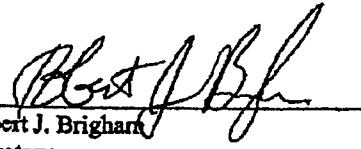
IN WITNESS WHEREOF, this Certificate of Merger is hereby executed on behalf of the surviving corporation, Omnicell Merger Corporation, and attested to by its officers thereunto duly authorized.

Dated as of August 6, 2001.

OMNICELL MERGER CORPORATION,
a Delaware corporation

By: 
Robert Y. Newell, IV
Chief Financial Officer

ATTEST:

By: 
Robert J. Brigham
Secretary