

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/12/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Accuri Instruments, Inc.		04/12/2007	CORPORATION: MICHIGAN

**RECEIVING PARTY DATA**

Name:	Accuri Cytometers, Inc.
Street Address:	173 Parkland Plaza
City:	Ann Arbor
State/Country:	MICHIGAN
Postal Code:	48103
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Serial Number:	78863366	ACCURI
Serial Number:	78862926	CELL ANALYSIS WITHIN REACH
Serial Number:	78862868	C6 FLOW CYTOMETER
Serial Number:	78862796	CFLOW
Serial Number:	77045243	SCIENCE IS HARD. FLOW CYTOMETRY SHOULD BE EASY.

**CORRESPONDENCE DATA**

Fax Number: (734)930-2494  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 7347613780  
 Email: asujek@bodmanllp.com  
 Correspondent Name: Angela Alvarez Sujek  
 Address Line 1: 201 S. Division Street, Suite 400  
 Address Line 4: Ann Arbor, MICHIGAN 48104

OP \$140.00 78863366

ATTORNEY DOCKET NUMBER:	ACCURI 1067-1
NAME OF SUBMITTER:	Angela Alvarez Sujek
Signature:	/Angela Alvarez Sujek/
Date:	08/07/2007
Total Attachments: 2 source=Accuri - Series B - MI Certificate of Merger with Accuri Cytometers Inc FINAL - 4_12_07 (2)#page1.tif source=Accuri - Series B - MI Certificate of Merger with Accuri Cytometers Inc FINAL - 4_12_07 (2)#page2.tif	

BC99CD-060m (Rev. 12/04)

<b>MICHIGAN DEPARTMENT OF LABOR &amp; ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES</b>	
Date Received	(FOR BUREAU USE ONLY)
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name	Timothy R. Damschroder
Address	201 S. Division, Suite 400
City	Ann Arbor Michigan 48104
EFFECTIVE DATE:	
Expiration date for new assumed names: December 31,	
Expiration date for transferred assumed names appear in Item 6	

Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.

### CERTIFICATE OF MERGER

Cross Entity Merger for use by Profit Corporations, Limited Liability Companies and Limited Partnerships

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

Accuri Instruments, Inc.	32421D
Accuri Cytometers, Inc.	4328556 Delaware

b. The name of the surviving (new) entity and its identification number is:

Accuri Cytometers, Inc.	4328556 Delaware
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Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:

173 Parkland Plaza, Ann Arbor, Michigan 48103

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (or consolidation) shall be effective on the 12th day of April, 2007.

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3. Complete for Profit Corporations only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
Accuri Instruments, Inc.	See Exhibit A.		
Accuri Cytometers, Inc.	See Exhibit A.		

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows:

The manner and basis of converting shares are as follows:

See Exhibit A attached hereto.

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

See Exhibit B attached hereto for a description of the amendments to the Certificate of Incorporation.

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a) The Plan of Merger was approved by the majority consent of the incorporators of \_\_\_\_\_, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)
_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)

b) The plan of merger was approved by:  the Board of Directors of \_\_\_\_\_, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

Accuri Instruments, Inc.

By Jennifer A. Baird  
 (Signature of Authorized Officer or Agent)  
 Jennifer A. Baird, President  
 \_\_\_\_\_  
 (Type or print name)  
 Accuri Instruments, Inc.  
 \_\_\_\_\_  
 (Name of Corporation)

By Jennifer A. Baird  
 (Signature of Authorized Officer or Agent)  
 Jennifer A. Baird, President  
 \_\_\_\_\_  
 (Type or print name)  
 Accuri Cytometers, Inc.  
 \_\_\_\_\_  
 (Name of Corporation)

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