

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
DPC Cirrus Inc.		12/27/2006	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Siemens Medical Solutions Diagnostics		
<b>Street Address:</b>	511 Benedict Avenue		
<b>City:</b>	Tarrytown		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10591		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1653588	IMMULITE	
<b>Registration Number:</b>	2300455	IMMULITE 2000	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(847)267-5376		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	3124746300		
<b>Email:</b>	janderfuren@marshallip.com		
<b>Correspondent Name:</b>	Marshall, Gerstein & Borun LLP		
<b>Address Line 1:</b>	233 S. Wacker Drive		
<b>Address Line 2:</b>	6300 Sears Tower		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60606-6357		
<b>ATTORNEY DOCKET NUMBER:</b>	DPCC/SIEMENS		
<b>NAME OF SUBMITTER:</b>	Jill Anderfuren		
<b>Signature:</b>	/ja/		

CH \$65.00 1653588

Date:

09/11/2008

**Total Attachments: 5**

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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 RESTATED CERTIFICATE OF "DPC CIRRUS INC.", CHANGING ITS NAME FROM "DPC CIRRUS INC." TO "SIEMENS MEDICAL SOLUTIONS DIAGNOSTICS", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2006, AT 7:47 O'CLOCK P.M.

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

2213785 8100

061192948



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5315830

DATE: 12-28-06

TRADEMARK  
REEL: 003851 FRAME: 0327

**RESTATED CERTIFICATE OF INCORPORATION**

**OF**

**DPC CIRRUS, INC.**

Pursuant to the provisions of Sections 242 and 245 of the General Corporation Law of the State of Delaware (the "DGCL"), DPC Cirrus, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the laws of the State of Delaware, hereby certifies as follows:

1. The name of the Corporation is DPC Cirrus, Inc. The Corporation was initially incorporated under the name of Pegasus Technologies, Inc., and the original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on November 17, 1989. A Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on July 31, 1992, under the name of Cirrus Diagnostics Inc.

2. The following restatement of and further amendment to the Restated Certificate of Incorporation of the Corporation was duly adopted by the Board of Directors of the Corporation by resolution dated December 27<sup>th</sup>, 2006, in accordance with Sections 141(f), 242 and 245 of the DGCL, and by the unanimous written consent of the sole stockholder of the Corporation dated December 27<sup>th</sup>, 2006, in accordance with Sections 228, 242 and 245 of the DGCL.

3. The text of the Restated Certificate of Incorporation is hereby restated and amended to read in its entirety as follows:

**ARTICLE I**

**NAME**

The name of the Corporation is Siemens Medical Solutions Diagnostics (the "Corporation").

**ARTICLE II**

**REGISTERED OFFICE IN STATE AND REGISTERED AGENT**

The registered office of the Corporation in the State of Delaware is located at 1209 Orange Street, in the City of Wilmington, County of New Castle. The name and address of its registered agent are The Corporation Trust Company, 1209 Orange Street, New Castle County, Wilmington, Delaware 19801.

**ARTICLE III**

**PURPOSE**

The purpose for which the Corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

**ARTICLE IV**  
**CAPITAL STOCK**

Section 1. The total number of shares of capital stock which the Corporation shall have authority to issue is 100 shares, par value \$.01 per share, amounting to an aggregate par value of \$1. All such shares are of one class and are shares of common stock.

**ARTICLE V**  
**PROVISIONS FOR DEFINING, LIMITING AND**  
**REGULATING CERTAIN POWERS OF THIS**  
**CORPORATION AND OF THE DIRECTORS AND STOCKHOLDERS**

Section 1. The number of directors of this Corporation shall be fixed and may be altered from time to time, in the manner provided in the Bylaws.

Section 2. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of capital stock, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such limitations as may be set forth in this Restated Certificate of Incorporation or in the Bylaws of the Corporation or in the Delaware General Corporation Law.

Section 3. No holder of shares of capital stock of the Corporation shall, as such holder, have any right to purchase or subscribe for any shares of the capital stock of the Corporation or any other security of the Corporation which it may issue or sell (whether out of the number of shares authorized by this Restated Certificate of Incorporation, or out of any shares of the capital stock of the Corporation acquired by it after the issue thereof, or otherwise) other than such right, if any, as the Board of Directors, in its discretion, may determine.

Section 4. A director of this Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law as now in effect, or any successor provision thereto, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived any improper personal benefit. If the Delaware General Corporation Law is amended after approval by the stockholders of this Article V to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law, as so amended.

Any repeal or modification of this Section 4 of Article V by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

Section 5. Each director, officer and employee of this Corporation shall be indemnified by the Corporation to the fullest extent permitted by the Delaware General Corporation Law as now or hereafter in force.

Section 6. The Board of Directors of this Corporation may make, alter or repeal from time to time any of the Bylaws of the Corporation except any particular Bylaw which is specified as not subject to alteration or repeal by the Board of Directors.

**ARTICLE VI**  
**AMENDMENTS**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Restated Certificate of Incorporation, in the manner now or hereafter prescribed by statute.

27<sup>th</sup> IN WITNESS HEREOF, this Restated Certificate of Incorporation has been executed this day of December, 2006.

DPC CIRRUS, INC.

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

Name: Sidney A. Atoesty

Title: President

**ACKNOWLEDGED:**

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

Name: Fritz Backus

Title: Secretary

CERTIFICATION

In connection with Section 102(a)(1) of the General Corporation Law of the State of Delaware (the "DGCL"), DPC Cirrus, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the laws of the State of Delaware, hereby certifies that the total assets of the Corporation, as defined in subsection (i) of Section 503 of the DGCL, are not less than \$10,000,000.

In witness hereof, this Certificate has been executed this 27<sup>th</sup> day of December, 2006.

DPC CIRRUS, INC

By: 

Name: Sidney A. Aroesty  
Title: President

ACKNOWLEDGED:

By: 

Name: Fritz Backus  
Title: Secretary

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