# Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2007

### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
PHILIPS NUCLEAR MEDICINE, INC.		12/21/2007	CORPORATION: CALIFORNIA
PHILIPS MEDICAL SYSTEMS (CLEVELAND), INC.		12/21/2007	CORPORATION: NEW YORK

### RECEIVING PARTY DATA

Name:	PHILIPS MEDICAL SYSTEMS (CLEVELAND), INC.	
Street Address:	3860 North First Street	
City:	San Jose	
State/Country:	CALIFORNIA	
Postal Code:	95134-1702	
Entity Type:	CORPORATION: CALIFORNIA	

### PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	1959783	ADAC
Registration Number:	2825551	ALLEGRO
Registration Number:	1808991	ARGUS
Registration Number:	2255487	AUTOQUANT
Registration Number:	2253711	AUTOSPECT
Registration Number:	2737988	CARDIOMD
Registration Number:	1599444	GENESYS
Registration Number:	2640075	INSTILL
Registration Number:	2772182	JETSTREAM
Registration Number:	2566060	P3IMRT
Registration Number:	2824531	РЗМД

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Registration Number:	2496165	PINNACLE3
Registration Number:	2886897	PIXELAR

### **CORRESPONDENCE DATA**

Fax Number: (914)333-9692

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (914) 945-6000

Email: Lillian.Drumheller@philips.com

Correspondent Name: EDWARD W. GOODMAN, ESQ,

Address Line 1: P.O. Box 3001
Address Line 2: PHILIPS IP&S

Address Line 4: Briarcliff Manor, NEW YORK 10510-8001

ATTORNEY DOCKET NUMBER:	MERGER PHILIPS MEDICAL
NAME OF SUBMITTER:	Lillian K. Drumheller
Signature:	/Lillian K. Drumheller/
Date:	06/15/2009

Total Attachments: 1

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ENDORSED - FILED in the office of the Secretary of State of the State of California

DEC 2 6 2007

#### AGREEMENT OF MERGER

This Agreement of Merger entered into between Philips Nuclear Medicine, Inc., a California corporation (herein "Surviving Corporation") and Philips Medical Systems (Cleveland), Inc., a New York corporation (herein "Merging Corporation").

1. Merging Corporation shall be merged into Surviving Corporation.

EFFECTIVE DATE

- Each outstanding share of Merging Corporation shall receive .00004254882 shares of SurvivinDEC 3 1 2007 Corporation.
- 3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.
- 4. The Amended and Restated Articles of Incorporation of the surviving corporation upon the effective date of the merger shall be the Articles of Incorporation of said surviving corporation except that ARTICLE I of the Amended and Restated Articles of Incorporation shall be amended in its entirety to read as follows:

"ARTICLE I: The name of the Corporation is Philips Medical Systems (Cleveland), Inc."

- 5. Merging Corporation shall from time to time, as an when requested by Surviving Corporation, execute and deliver all such document and instruments and take all such action necessary or desirable to evidence or carry out this merger.
- 6. The merger herein provided for shall become effective December 31, 2007.
- 7. The merger is intended to qualify under the provisions of Internal Revenue Code Section 368(a)(1)(A) and as a statutory merger under Sections 6010-6022 of the California Corporations Code or similar laws of this state or other states.

Signed on December 21, 2007

PHILIPS NUCLEAR MEDICINE, INC.

By:

Joseph E. Innamorati, Sedior Vice President

By:

Warren T. Oates, Jr., Secretary

PHILIPS MEDICAL SYSTEMS (CLEVEL

By:

Joseph E. Innamorati, Senior

By:

Warren T. Oates, Jr., Secretary

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RECORDED: 06/15/2009