

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|---|----------------------------|----------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 12/31/2011 | | |
| CONVEYING PARTY DATA | | | |
| | Name | Formerly | Execution Date |
| | Eragen Biosciences, Inc. | | 12/22/2011 |
| | | | Entity Type |
| | | | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Luminex Corporation | | |
| Street Address: | 12212 Technology Boulevard | | |
| City: | Austin | | |
| State/Country: | TEXAS | | |
| Postal Code: | 78727 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| | Property Type | Number | Word Mark |
| | Registration Number: | 2753833 | MULTICODE |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (713)615-5803 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | 713-758-1105 | | |
| Email: | sbrown@velaw.com | | |
| Correspondent Name: | W. Scott Brown | | |
| Address Line 1: | 1001 Fannin Street | | |
| Address Line 4: | Houston, TEXAS 77002-6760 | | |
| ATTORNEY DOCKET NUMBER: | LUM600 | | |
| NAME OF SUBMITTER: | W. Scott Brown | | |
| Signature: | /wsb/ | | |

CH \$40.00 2753833

Date:

04/10/2012

Total Attachments: 6

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CERTIFICATE OF OWNERSHIP AND MERGER

of

**ERAGEN BIOSCIENCES, INC.,
(A DELAWARE CORPORATION)**

with and into

**LUMINEX CORPORATION
(A DELAWARE CORPORATION)**

*State of Delaware
Secretary of State
Division of Corporations
Delivered 11:47 AM 12/23/2011
FILED 11:47 AM 12/23/2011
SRV 111333186 - 2910910 FILE*

Pursuant to the provisions of Section 253 of the Delaware General Corporation Law (the "DGCL"), Luminex Corporation, a Delaware corporation, ("Luminex"), and owner of EraGen Biosciences, Inc., a Delaware corporation and a wholly-owned subsidiary of Luminex ("EraGen"), adopts the following Certificate of Ownership and Merger for the purpose of merging EraGen with and into Luminex, with Luminex being the surviving corporation to be governed by and existing under the laws of the State of Delaware (the "Merger").

1. Luminex owns one hundred percent (100%) of the issued and outstanding capital stock of EraGen.
2. On December 8, 2011, the board of directors of Luminex approved and adopted the resolutions attached hereto as Exhibit A approving the Merger. The Merger has been adopted, approved, certified, executed and acknowledged by Luminex in accordance with DGCL Section 253.
3. Luminex is the surviving corporation and its name shall remain Luminex Corporation.
4. The merger shall be effective as of 11:59, p.m. EST on December 31, 2011.
5. The certificate of incorporation of Luminex shall be the Certificate of Incorporation of the surviving corporation.

IN WITNESS WHEREOF, Luminex has executed this Certificate of Ownership and Merger on the 22nd day of December, 2011.

LUMINEX CORPORATION,
a Delaware corporation

By: 

Name: Harriss T. Currie

Title: Chief Financial Officer, Vice President of Finance

Exhibit A

WHEREAS, the Board has reviewed and discussed the terms of the Agreement and Plan of Merger attached hereto as Exhibit A (the "Merger Agreement") between the Corporation and its wholly-owned subsidiary EraGen Biosciences, Inc., a Delaware corporation ("EraGen"), pursuant to which EraGen will merge with and into the Corporation (the "Merger") with the Corporation as the surviving corporation; and

WHEREAS, the Board deems the Merger and the Merger Agreement to be fair, advisable and in the best interests of the Corporation and its stockholders.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves the Merger Agreement in substantially the form attached hereto as Exhibit A, including the ancillary documents thereto (collectively, the "Ancillary Documents");

FURTHER RESOLVED, that the officers of the Corporation are, and any one of them is, hereby authorized and empowered to execute, deliver and implement the Merger Agreement and the Ancillary Documents on substantially the terms and conditions in the Merger Agreement and the Ancillary Documents with such changes, additions and amendments as the officer or officers implementing the Merger Agreement and the Ancillary Documents may deem appropriate, with execution and delivery thereof to be conclusive evidence of the approval and authorization by the Corporation of such acts;

FURTHER RESOLVED, that the officers of the Corporation are, and any one of them is, hereby authorized and empowered to take any and all further acts and execute, amend, deliver, and file any and all documents or agreements which may be deemed necessary or desirable in order to cause the consummation of the Merger Agreement, the Ancillary Documents and the Merger and to carry out the Corporation's obligations thereunder and the intent of the foregoing resolutions, and the execution, delivery or filing of all such documents and agreements shall be deemed conclusive evidence of the approval and authorization by the Corporation of such acts;

FURTHER RESOLVED, that, the officers of the Corporation are, and any one of them is, hereby authorized to pay all fees and expenses as in their judgment shall be necessary, proper and advisable to fully carry out the intent and accomplish the purposes of the foregoing resolutions; and

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by such officers, or any one of them, in connection with matters to which the preceding resolutions and each of them relate, are hereby ratified, confirmed and approved in all respects as the acts of the Corporation.

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**AGREEMENT AND PLAN OF MERGER
BY AND BETWEEN
ERAGEN BIOSCIENCES, INC.
AND
LUMINEX CORPORATION**

This Agreement and Plan of Merger (the "Plan"), dated December 22, 2011, is made and entered into by and between EraGen Biosciences, Inc., a Delaware corporation ("EraGen"), and Luminex Corporation, a Delaware corporation ("Luminex").

WHEREAS, pursuant to the terms hereof, the parties hereto wish to provide for the merger of EraGen with and into Luminex (the "Merger") pursuant to which Luminex will be the surviving company (the "Surviving Company") on the terms and conditions contained herein.

NOW, THEREFORE, in consideration of the premises and the mutual agreements hereinafter expressed, and subject to the satisfaction or waiver of the conditions hereof, the parties hereto agree as follows:

1. Merger and Effect of Merger.

(a) The name of the Delaware corporation to be merged out of existence in the Merger is "EraGen Biosciences, Inc.", a corporation formed in accordance with the Delaware General Corporation Law.

(b) The name of the other business entity party to the Merger is "Luminex Corporation", a corporation formed in accordance with the Delaware General Corporation Law.

(c) At the Effective Time (as defined below), EraGen shall be merged with and into Luminex and the separate corporate existence of EraGen shall thereupon cease. Luminex will be the Surviving Company in the Merger, and Luminex, with all its purposes, objects, rights, privileges, powers and franchises, shall continue unaffected and unimpaired by the Merger.

(d) The name of the Surviving Company shall be "Luminex Corporation".

(e) The Certificate of Incorporation and Bylaws of Luminex, as existing and constituted immediately prior to the Effective Time of the Merger, shall be and constitute the Certificate of Incorporation and Bylaws of the Surviving Company.

(f) The officers and the board of directors of Luminex immediately prior to the Effective Time of the Merger shall be the officers and the board of directors of the Surviving Company.

2. Conversion of Shares. At the Effective Time, by virtue of the Merger and without any action on the part of any holder of any shares of common stock of EraGen or Luminex:

(a) All issued and outstanding shares of common stock of EraGen immediately prior to the Effective Time shall be cancelled in consideration of the assumption by the Surviving Company of all of the assets and liabilities of EraGen.


(b) The issued and outstanding shares of common stock of Luminex as of the Effective Time of the Merger shall continue to represent the shares of the Surviving Company and shall be unaffected by the Merger.

3. Effective Time. The Merger shall become effective at such time as is specified in the Certificate of Merger filed with the Delaware Secretary of State (the "Effective Time").

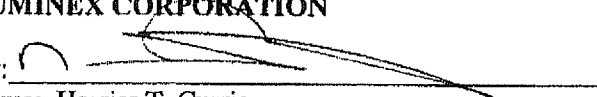
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IN WITNESS WHEREOF, the parties hereto have duly executed and acknowledged this Plan effective as of the date first above written.

ERAGEN BIOSCIENCES, INC.

By: 
Name: Harriss T. Currie
Title: Chief Executive Officer and President

LUMINEX CORPORATION

By: 
Name: Harriss T. Currie
Title: Chief Financial Officer, Vice President of Finance

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