

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM331839

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2015		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Olympus Imaging America Inc.		12/18/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Olympus America Inc.		
Street Address:	3500 Corporate Parkway		
City:	Center Valley		
State/Country:	PENNSYLVANIA		
Postal Code:	18034		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3764129	OLYMPUS LIVE DRIVE	
Registration Number:	3764130	OLYMPUS LIVE DRIVE	
Registration Number:	4511447	CAPTURE YOUR STORIES	
CORRESPONDENCE DATA			
Fax Number:	2124255288		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(212) 425-7200		
Email:	tmdocketny@kenyon.com		
Correspondent Name:	James E. Rosini, Esq.		
Address Line 1:	One Broadway		
Address Line 4:	New York, NEW YORK 10004		
ATTORNEY DOCKET NUMBER:	53385/20172; 20145; 20144		
NAME OF SUBMITTER:	James E. Rosini, Esq.		
SIGNATURE:	/James E. Rosini/		
DATE SIGNED:	02/11/2015		
Total Attachments: 9			
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STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on December 19, 2014.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

CSC 45
Drawdown

141219000

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New York State
Department of State
Division of Corporations, State Records and Uniform Commercial Code
One Commerce Plaza, 99 Washington Avenue
Albany, NY 12231
www.dos.state.ny.us

CERTIFICATE OF MERGER

of

OLYMPUS IMAGING AMERICA INC.
(a Delaware corporation)

into

OLYMPUS AMERICA INC.
(a New York corporation)

Under Section 904 of the Business Corporation Law of the State of New York

December 18, 2014

It is hereby certified, upon behalf of each of the constituent corporations herein named, as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted an Agreement and Plan of Merger setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the domestic constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "Surviving Constituent Corporation," is Olympus America Inc., and the name under which it was formed is "Olympus Camera Corporation." The date upon which its certificate of incorporation was filed by the Department of State of the State of New York is March 15, 1977.

THIRD: The name of the foreign constituent corporation, which is being merged with and into the Surviving Constituent Corporation, and which is hereinafter sometimes referred to as the "Merged Constituent Corporation" (together with the Surviving Constituent Corporation, the "Constituent Corporations"), is Olympus Imaging America Inc. The jurisdiction of its incorporation is the State of Delaware and the date of its incorporation therein is August 2, 2004. The Merged Constituent Corporation has previously filed an application for authority with the New York Department of State on October 12, 2004 and is a foreign business corporation authorized to transact business in the State of New York.

FOURTH: As to each Constituent Corporation, the Agreement and Plan of Merger sets forth the designation and number of outstanding shares of each class and series, and the specification of the classes and series entitled to vote on the Agreement and Plan of Merger as follows:

Olympus America Inc.:

Designation of each outstanding class and series of shares	Number of outstanding shares of each class	Designation of class and series entitled to vote
Common Stock (no par value per share)	Four Thousand Two Hundred and Fifty-One (4,251)	Common Stock (no par value per share)

Olympus Imaging America Inc.:

Designation of each outstanding class and series of shares	Number of outstanding shares of each class	Designation of class and series entitled to vote
Common Stock (no par value per share)	One Thousand (1,000)	Common Stock (no par value per share)

FIFTH: The merger herein certified was authorized in respect of the Surviving Constituent Corporation by the unanimous written consent of the holders of all outstanding shares of the corporation entitled to vote on the Agreement and Plan of Merger, having not less than the minimum requisite proportion of votes, which has been given in accordance with section 615 of the Business Corporation Law of the State of New York. Written notice has been given as and to the extent required by the said section 615.

SIXTH: The merger herein certified was authorized in respect of the Merged Constituent Corporation in accordance with the laws of the State of Delaware and is in compliance with said laws. The merger herein certified was authorized by the unanimous written consent of the holders of all outstanding shares of the corporation entitled to vote on the Agreement and Plan of Merger, having not less than the minimum requisite proportion of votes, which has been given in accordance with the applicable sections of the Delaware General Corporation Law. Written notice has been given as and to the extent required under such law.

SEVENTH: Insofar as the provisions of the Business Corporation Law of the State of New York govern such effective date, the effective date of the merger herein certified shall be January 1, 2015.

IN WITNESS THEREOF, the undersigned have duly executed this Certificate of Merger as of the date first written above.

OLYMPUS AMERICA INC.,
a New York corporation

By: 

Name: Nacho Abja

Title: President

OLYMPUS IMAGING AMERICA INC.,
a Delaware corporation

By: 

Name: Hirohide Matsushita

Title: President

TRADEMARK

REEL: 005458 FRAME: 0157

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CSC 45 Drawdown

Certificate of Merger

of

Olympus Imaging America Inc.

Into

Olympus America Inc.

Pursuant to Section 904 of the Business Corporation Law.

FILED

2014 DEC 19 PM 3:27

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Filed by: Donna Miller
(Name)

3500 Corporate Parkway
(Mailing address)

Center Valley, PA 18034
(City, State and Zip Code)

Cust Ref # 429171 KXIC

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED DEC 19 2014
TAXS A
BY: Jan

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Delaware

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The First State

I, JEFFREY W. BULLOCK, 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:

"OLYMPUS IMAGING AMERICA INC.", A DELAWARE CORPORATION, WITH AND INTO "OLYMPUS AMERICA INC." UNDER THE NAME OF "OLYMPUS AMERICA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF DECEMBER, A.D. 2014, AT 3:16 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2015.

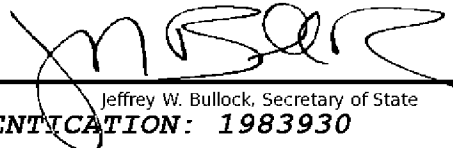
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5661541 8100M

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You may verify this certificate online at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1983930

DATE: 12-22-14

TRADEMARK
REEL: 005458 FRAME: 0159

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION INTO
FOREIGN CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of each constituent corporation is Olympus America Inc., a New York corporation, and Olympus Imaging America Inc., a Delaware corporation.

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252.

THIRD: The name of the surviving corporation is Olympus America Inc., a New York corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The merger is to become effective on January 1, 2015.

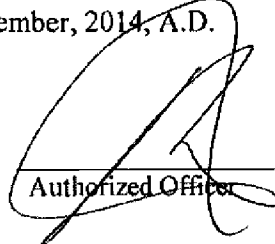
SIXTH: The Agreement and Plan of Merger is on file at 3500 Corporate Parkway, Center Valley, PA 18034, the principal place of business of the surviving corporation.

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

EIGHTH: The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at 3500 Corporate Parkway, Center Valley, PA 18034.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 18th day of December, 2014, A.D.

By:



Authorized Officer

Name:

Nacho Abia

Print or Type

Title:

President

60313