# CH \$40.00 21247

ETAS ID: TM396446

### TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: MERGER AND CHANGE OF NAME

**EFFECTIVE DATE:** 09/30/2004

SEQUENCE: 1

### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Delaware Licensing Corporation		09/27/2004	Corporation: DELAWARE

### **NEWLY MERGED ENTITY DATA**

Name	Execution Date	Entity Type
Thomson Scientific Inc.	09/27/2004	Corporation: PENNSYLVANIA

### MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Thomson Scientific Inc.	
Street Address:	Address: 3501 Market Street	
City:	Philadelphia	
State/Country:	PENNSYLVANIA	
Postal Code:	19104	
Entity Type: Corporation: PENNSYLVANIA		

### **PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2124774	ENDNOTE

### **CORRESPONDENCE DATA**

**Fax Number:** 2129969579

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.

**Phone:** 212-996-1287

**Email:** paula@montagulaw.com

Correspondent Name: Paula Upson, MontaguLaw, P.C. Address Line 1: 1120 Avenue of the Americas

Address Line 2: 4th Floor

Address Line 4: New York, NEW YORK 10036

NAME OF SUBMITTER: Paula K. Upson
SIGNATURE: /pku/

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## COMMON WEALTH OF PENNSYLVANIA DEPARTMENT OF STATE

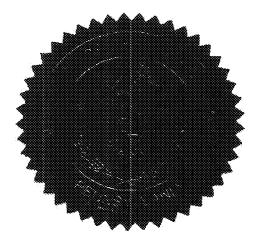
October 26, 2004

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

### THOMSON SCIENTIFIC INC.

i, Pedro A. Cortés, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Merger

which appear of record in this department



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed the day and year above

written.

Secretary of the Commonwealth

dpos

TRADEMARK
REEL: 003079 FRAME: 0455

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REEL: 005864 FRAME: 0565

RECORDED: 11/08/2004

20040	<u>                                    </u>	STATE
	mia department of RPORATION BUREAU	32.74.8.25
A Entity Number	rticles/Certificate of M (15 Pa.C.S.)  Domestic Business Corporat Domestic Nonprofit Corpora Limited Parmership (§ 8547)	ion (§ 1926) sion (§ 5926)
Herec A Mrts		Document will be returned to the name and address you enter to the left.
Criv State	Zer Code	
\$150 plus \$40 additional for each Party in additional to two	Filed in the Department of Su	? Entir
	Secretary of	the Commonwealth
In compliance with the requirement	s of the applicable provisions (re	lating to articles of merger or consolidation), th
In compliance with the requirement raigned, desiring to effect a merger, her I. The name of the corporation/limite Thomson Scientific Inc.	eby state that:	
I. The name of the corporation/limite Thomson Scientific Inc.  2. Check and complete one of the foll The surviving corporation/limites the (a) address of its current tents	reby state that:  If partnership surviving the mergellowing:  If partnership is a domestic busin stered office in this Communiweat is (the Department is hereby autoaument).	
I. The name of the corporation/limite Thomson Scientific Inc.  2. Check and complete one of the fold  The surviving corporation/limited the (a) address of its current regis provider and the country of venue conform to the records of the Dep	d partnership surviving the merg  lowing: d partnership is a domestic busin stered office in this Communiwea is (the Department is hereby aut sartment).  City	ess/nonprofit corporation/limited partnership ar lith or (b) name of its commercial registered off horized to correct the following information to
1. The name of the corporation/limite Thomson Scientific Inc.  2. Check and complete one of the fol  The surviving corporation/limite the (a) address of its current regis provider and the county of venue conform to the records of the Dep (a) Number and Street  (b) Name of Commercial Registe s/o The Prentice-Hall Corp  The surviving corporation/limite partnership incorporated/formed office in this Commonwealth or	d partnership surviving the merger of the me	ess/nonprofit corporation/limited partnership as lith os (b) name of its commercial registered off horized to correct the following information to State Zip County
I. The name of the corporation/limite Thomson Scientific Inc.  2. Check and complete one of the folger The surviving corporation/limite the (a) address of its current integration to the records of the Dep (s) Number and Street  (b) Name of Commercial Registe slot The Prentice-Hall Corp  The surviving corporation/limites partnership incorporated/formed office in this Commonwealth or (  Department is hereby authorized	d partnership surviving the merge flowing:  I partnership is a domestic busin stered office in this Communiwea is (the Department is hereby autoartment).  City  City  d partnership is a qualified foreign under the laws of the connect the following informs City  S	ess/nonprofit corporation/limited partnership ar lith or (b) name of its commercial registered off horized to correct the following information to State Zim County  County  Dauphin  m business/nonprofit corporation /limited  and the (a) address of its current registered office provider and the county of venue is tion to conform to the records of the Departmer

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# 2004091-612

DSCB:15-1926/5926/8547-2

follows:			hip which is a party to the ple	-
Name	Registered Office Address	Commercial	Registered Office Provider	County
Delaware Li	censing Corp	non	qualified	
	appropriate campiete, one of the		Park France of Stanger in the	Panagraph of Ctata
	merger shall be effective upon merger shall be effective on:		8t Hour	Department of State.
Name Name Sci	entific Inc. Adop	M bted by unania	enner of Adoption nous written consent	of the Board of
The plan was corneration/l	x paragraph if no foreign carpa suthorized, adopted or approve imited parmership (or each of the coordance with the laws of the j	ed, as the case may he foreign business	be, by the foreign business/no nonprofit corporations/limite	mprofit s partnerships) party to
The plan was corporation/l the plan in ac	suthorized, adopted or approve imited parmership (or each of the	ed, as the case may he foreign business urisdiction in which	be, by the foreign business/no nonprofit corporations/limite	mprofit s partnerships) party to
The plan was corporation/lithe plan in an	suthorized, adopted or approve imited parmership (or each of the poordance with the laws of the ju-	ed, as the case may he foreign business urisdiction in which he following:	be, by the foreign business/no monprofit corporations/limite it is incorporated/organized.	mprofit s partnerships) party to
The plan was corporation/i the plan in so  7. Check, and i  The plan o  Pursuant is if any, of the incorporation subsequent The full tex	sutherized, adopted or approve imited parmership (or each of the coordance with the laws of the ju- f appropriate complete, one of t	ed, as the case may he foreign business urisdiction in which he following: which A attached he relating to omissior constitute the open riship of the survivi are set forth in full	be, by the foreign business/no monprofit corporations/limite it is incorporated/organized. reto and made a part hereof. of certain provisions from fill tive provisions of the Articles ing corporation/limited parties in Exhibit A attached hereto	ed plans) the provisions of ship as in effect and made a party bereof

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DSCB: 15-1926/5926/8547-3

IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these
Articles/Certificate of Merger to be signed by a duly suthorized officer thereof this
27TH day of September
2004
THOMSON SCIENTIFIC INC.
Name of Corporation/Limited Partnership
March & Fred
Signature
ASSISTANT SECRETARY
Title
DELAWARE LICENSING CORPORATION
Name of Corporation/Limited Partnership
C1 1 1 1
The state of the s
Signature
AUTHORIZED OFFICER
Title

REEL: 003079 FRAME: 0452

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PLAN OF MERGER approved on September 27, 2004 by Delaware Licensing Corporation, which is a business corporation organized under the laws of the State of Delaware, and by resolution adopted by its Board of Directors on said date, and approved on September 27, 2004 by Thomson Scientific Inc., which is a business corporation organized under the laws of the Commonwealth of Pennsylvania, and which is subject to the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania, and by resolution adopted by its Board of Directors on said date.

- 1. Delaware Licensing Corporation and Thomson Scientific Inc. shall, pursuant to the provisions of the General Corporation Law of the State of Delaware and the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania, be merged with and into a single corporation, to wit, Thomson Scientific Inc., which shall be the surviving corporation upon the effective date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania. The separate existence of Delaware Licensing Corporation, which is sometimes hereinafter referred to as the "terminating corporation", shall cease upon the effective date of the merger in accordance with the provisions of the General Corporation Law of the State of Delaware.
- 2. The Articles of Incorporation of the surviving corporation upon the effective date of the merger in the Commonwealth of Pennsylvania shall continue to be the Articles of Incorporation of said surviving corporation and shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania.
- 3. The bylaws of the surviving corporation as in force and effect upon the effective date of the merger in the Commonwealth of Pennsylvania shall continue to be the bylaws of said surviving corporation and shall continue in full force and effect until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania.
- 4. The directors and officers in office of the surviving corporation upon the effective date of the merger in the Commonwealth of Pennsylvania shall commune to be the members of the Board of Directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.
- 5. All of the issued shares in total owned by the sole shareholder of the terminating corporation shall, upon the effective date of the merger, be surrendered, extinguished and cancelled without consideration. The issued shares of the surviving corporation shall not be

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converted or exchanged in any manner, but each said share that is issued as of the effective date of the merger shall continue to represent one issued share of the surviving corporation.

- 6. In the event that the merger of the terminating corporation with and into the surviving corporation shall have been fully authorized in accordance with the provisions of the General Corporation Law of the State of Delaware and in accordance with the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania, the terminating corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Delaware and of the Commonwealth of Pennsylvania, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.
- 7. Any officer of the terminating corporation and any officer of the surviving corporation are hereby authorized to execute Articles of Merger upon behalf of said corporations, respectively, in conformity with the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania; and the Board of Directors and the proper officers of the terminating corporation and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or the merger herein provided for.
- 8. The effective date of this Plan of Merger and of the merger therein provided for shall, insofar as the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania shall govern the same, be September 30, 2004.

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