

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM535842

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
INTEGRATED MEDICAL SYSTEMS INTERNATIONAL, INC.		12/11/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	STERIS INSTRUMENT MANAGEMENT SERVICES, INC.		
Street Address:	3316 2ND AVENUE NORTH		
City:	BIRMINGHAM		
State/Country:	ALABAMA		
Postal Code:	35222		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	88062006	SCAN-A-SCOPE	
CORRESPONDENCE DATA			
Fax Number:	2052541999		
<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:	2052541036		
Email:	tebbert@maynardcooper.com		
Correspondent Name:	C. BRANDON BROWNING		
Address Line 1:	1901 6th Ave North		
Address Line 2:	Suite 2400		
Address Line 4:	BIRMINGHAM, ALABAMA 35203		
ATTORNEY DOCKET NUMBER:	08148.0110		
NAME OF SUBMITTER:	C. BRANDON BROWNING		
SIGNATURE:	/C. Brandon Browning/		
DATE SIGNED:	08/08/2019		
Total Attachments: 13			
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CH \$40.00 88062006

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**STATE OF ALABAMA
FOREIGN CORPORATION (BUSINESS OR NON-PROFIT)
AMENDMENT TO REGISTRATION**

PURPOSE: In order to amend the registration of a foreign entity (any entity formed outside of Alabama), the entity must deliver to the Secretary of State for filing an Amendment to Registration pursuant to Section 10A-1-7.06, Code of Alabama 1975.

INSTRUCTIONS: Mail (2) signed completed copies of the Amendment to Registration and the filing fee of \$25.00 (credit card, check, or money order) to the Secretary of State, Business Services, P.O. Box 5616, Montgomery, Alabama, 36103-5616 or you may email your application to foreign.entities@sos.alabama.gov. If you are sending this filing via email and paying the standard \$25.00 fee and would like an acknowledgement copy please mark the \$3.00 copy fee on the credit card payment form. If you elect expedited processing completed within approximately 24 hours after receipt by SOS, you may have the stamped copy emailed to you. Expedited processing is \$125.00 (a \$100.00 expedite fee plus the \$25.00 filing fee). If you are mailing/couriering the application and would like an acknowledgement include a copy and postage paid self-addressed envelope. The Amendment will not be registered if the credit card does not authorize and will be removed from the index if the check is dishonored (\$30 NSF fee). All processing instructions are complete in this form and Payment Option & Filing Instructions; cover letters are not necessary and will not be reviewed!

Alabama
Sec. Of State

Entity Change F/C	919-227	File	\$25.00
Date	8/07/2018	Ackn	\$1.00
Time	16:07	EXP	\$100.00
	180807		
	2 Pg	Total	\$125.00

(For SOS Office Use Only)

The information completing this form must be typed or laser printed.
FAX submissions will not be acknowledged, processed, or returned.

1. Alabama Entity ID Number (Format: 000-000): 919 - 227 Number is required for processing.

INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM: If you do not have this number immediately available (it is on the face of your original registration filing), you may obtain it on our website at www.sos.alabama.gov Records tab, Record Searches, Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

2. The name of the foreign entity as currently registered with the Alabama Secretary of State:

STERIS Instrument Management Services, Inc.

3. If amending the name of the foreign entity for use in Alabama, a copy of the name reservation certificate from the Office of the Alabama Secretary of State must be attached (must be acquired prior to submitting Amendment).

4. The name of the foreign entity has been legally changed to (insert 'no change' if not applicable)

RECEIVED
DATE 3/22/18

AUG 07 2018

STATE OF ALABAMA

FOREIGN ENTITY AMENDMENT TO REGISTRATION: CERTIFICATE/STATEMENT OF MERGER

PURPOSE: In order to change the registration of a foreign entity (any entity formed outside of Alabama) to reflect a merger with another foreign entity, the entity must deliver to the Secretary of State for filing this form along with the duly certified copy of the certificate/statement of merger filed in the jurisdiction(s) where the entities were formed pursuant to Section 10A, Chapter 1, Articles 7 and 8, Code of Alabama 1975.

INSTRUCTIONS: Mail a signed original of this completed Amendment to Registration and the filing fee of \$100.00 (credit card, check, or money order) to the Secretary of State, Business Services, P.O. Box 5616, Montgomery, Alabama, 36103-5616 or you may email your application to foreign.entities@sos.alabama.gov. If you are sending this filing via email you may complete the email return on the payment form and receive a copy by return email. If you are mailing/couriering the application and would like an acknowledgement include a copy and postage paid self-addressed envelope. Expedited processing is \$200.00 (a \$100.00 expedite fee plus the \$100.00 filing fee) and is completed within approximately 24 hours after receipt of the filing. The Amendment will not be registered if the credit card does not authorize and will be removed from the index if the check is dishonored (\$30 NSF fee). All processing instructions are complete in this form and Payment Option & Filing Instructions; cover letters are not necessary and will not be reviewed.

The information completing this form must be typed. FAX submissions will not be acknowledged, processed, or returned.

1. Information on the merging entity (this is the entity which will cease to exist):

Is the entity currently registered to do business in Alabama: Yes No

If yes, the Entity ID number issued by Alabama: 920 - 404 (Format 000-000) *

Merging entity's state/country of formation: Florida Date: 06 / 13 / 1994

The name of the entity as registered in Alabama (if not registered the legal name in the jurisdiction of formation):

Synergy Health North America, Inc.

Additional merging entities attached - must provide same information as above.

2. Information on the surviving entity (this is the entity which will continue to exist):

Is the entity currently registered to do business in Alabama: Yes No

If yes, the Entity ID number issued by Alabama: 919 - 227 (Format 000-000) *

The name of the entity as registered in Alabama (if not registered the legal name in the jurisdiction of formation):

Integrated Medical Systems International, Inc.

Alabama Sec. Of State
Merger 001-896
Date 12/11/2017
Time 16:21
171211 11 Pg
File \$100.00
Ackn \$.00
Exp \$.00
Total \$100.00
02/010

(For SOS Office Use Only)

RECEIVED DATE

DEC 11 2017

SECRETARY OF STATE OF ALABAMA

TRADEMARK REEL: 006715 FRAME: 0921

**FOREIGN ENTITY AMENDMENT TO REGISTRATION:
CERTIFICATE/STATEMENT OF MERGER**

***INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available (it is on the face of your original registration filing), you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity - this verification step is strongly recommended.

3. Surviving entity's jurisdiction of formation: Delaware
4. Date of the surviving entity's formation in state/country of jurisdiction: 03/ 27 / 2001
(MM/DD/YYYY)
5. Any Amendments to the Surviving Entity's formation documents are listed (if there are none you may simply type "N/A" or "None"): _____

The name of the surviving entity is changed to: STERIS Instrument Management Services, Inc.

Add additional pages if necessary.

6. The undersigned certifies that the surviving foreign entity exists as a valid entity of the type stated in the registered name under the laws of the entity's jurisdiction of formation.
7. The effective date of the merger - will be the date certified by the attached documents from the documents provided in item number 8.
8. A copy of the foreign entities' certificate/statement of merger duly certified by the Secretary of State or other official having custody of business entity records in the state or other jurisdiction under whose law the entity is formed is attached (state of merging or surviving - both are not required). This requirement meets the requirement to show that laws in state of jurisdiction are met.

11/30/2019
Date

Ronald E. Snyder, Secretary
Typed Name and Title of Signature Below


Signature of Person Authorized to Sign per 10A-1-4.01, Alabama Code

In order to review the sections of the *Code of Alabama 1975* referred to in this filing form you may access www.sos.alabama.gov and click the Government Records tab. Choose the Code of Alabama link to review.

John H. Merrill
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, **John H. Merrill, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

STERIS Instrument Management Services, Inc.

This name reservation is for the exclusive use of STERIS Instrument Management Services, Inc., 3316 2nd Avenue North, Birmingham, AL 35222 for a period of one year beginning December 11, 2017 and expiring December 11, 2018

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.



RES780052

December 11, 2017

Date

John H. Merrill

Secretary of State

State of Florida



Department of State

Alabama
Sec. Of State

Merger	001-896	File	\$100.00
Date	12/11/2017	Ackn	\$.00
Time	16:21	Exp	\$.00
	171211		

I certify the attached is a true and correct copy of the Articles of Merger, filed on October 17, 2017, effective October 31, 2017 as shown by the records of this office.

The document number of the surviving corporation is P940004-996.



Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capital, this the Seventh day of December, 2017



CR2EO22 (1-11)

SUBMITTED DOCUMENT
NOT LEGIBLE

Ken Defzner

Ken Defzner
Secretary of State

FILED
 SUPERVISOR OF CORPORATIONS
 17 OCT 17 PM 1:01

ARTICLES OF MERGER
 (Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name (prior to giving effect to the name change described in the attached Plan and Agreement of Merger) and jurisdiction of the surviving corporation are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> <u>(if known/available)</u>
Integrated Medical Systems International, Inc.	Delaware	FO1600001733

Second: The name and jurisdiction of the sole merging corporation are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> <u>(if known/available)</u>
Synergy Health North America, Inc.	Florida	PA4000044996

Third: The Plan and Agreement of Merger is attached.

Fourth: The merger shall become effective on October 31, 2017.

Fifth: The Plan and Agreement of Merger was adopted by the shareholders of the surviving corporation on October 12, 2017.

Sixth: The Plan and Agreement of Merger was adopted by the shareholders of the merging corporation on October 12, 2017.

Seventh: The Plan and Agreement of Merger was approved by the merging corporation in accordance with the applicable provisions of Chapter 607, Florida Statutes and approved by the surviving corporation in accordance with the applicable laws of the State of Delaware.

Eighth: The address of the principal office of the surviving corporation is as follows: 3316 2nd Avenue North, Birmingham, Alabama 35222.



Ninth: The surviving corporation is deemed to have appointed the Secretary of State of Florida as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of Synergy Health North America, Inc.

Tenth: The surviving corporation has agreed to promptly pay to the dissenting shareholders of Synergy Health North America, Inc. the amount, if any, to which they are entitled under Section 607.1302 of the Florida Statutes.

**SUBMITTED DOCUMENT
 NOT LEGIBLE**

Alabama
 Sec. Of State
 Merger
 001-896
 Date 12/11/2017
 Time 15:21
 171211 11 Pg
 File \$100.00
 Ackn \$.00
 Exp \$.00
 Total \$100.00
 02/010

Eleventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Officer or Director Signature	Printed Name & Title
Integrated Medical Systems International, Inc.	By: 	Michael J. Tokich, President
Synergy Health North America, Inc.	By: 	Michael J. Tokich, President

**SUBMITTED DOCUMENT
NOT LEGIBLE**

TRADEMARK

PLAN AND AGREEMENT OF MERGER

This Plan and Agreement of Merger ("Agreement") is entered into by and between Synergy Health North America, Inc., a Delaware corporation ("Synergy"), and Integrated Medical Systems International, Inc., a Delaware Corporation ("IMS").

WHEREAS, the authorized capital stock of Synergy consists of 1,000 (1,000) shares of Common Stock, par value \$0.01 per share, of which all shares are issued and outstanding, and all of which are owned by Synergy Health US Holdings, Inc., a Delaware Corporation ("Parent"), an indirect subsidiary of STERIS Corporation, an Ohio corporation ("STERIS").

WHEREAS, the authorized capital stock of IMS consists of 15,000 shares of Common Stock, \$1.00 par value each, of which 10,459,886 shares are issued and outstanding, and all of which are owned by STERIS.

WHEREAS, the Board of Directors of each of Synergy and IMS has approved the Merger (as defined below) in accordance with the provisions of the Florida Business Corporation Act (the "FBCA") and the General Corporation Law of the State of Delaware (the "DGCL").

NOW, THEREFORE, in consideration of the premises and the covenants, provisions and agreements contained in this Agreement, and for other good and valuable consideration had and received, each of Synergy and IMS hereby agree as follows:

TERMS AND CONDITIONS

ARTICLE I THE MERGER

1.1. Merger. As of the Effective Time (as hereinafter defined) and in accordance with the terms and conditions of this Agreement and the provisions of the FBCA and DGCL, Synergy will be merged with and into IMS (the "Merger"), with IMS surviving such Merger. At the Effective Time, the separate corporate existence of Synergy will cease and IMS will continue its existence as the surviving corporation (IMS, after the Merger, being hereinafter referred to as the "Surviving Corporation") under the laws of the State of Delaware.

1.2. Certificate of Merger. IMS will file with the Secretary of State of Delaware a Certificate of Merger complying with the requirements of the DGCL and IMS and Synergy will file with the Secretary of State of the State of Florida Articles of Merger and a copy of this Agreement complying with the requirements of the FBCA.

1.3. Effective Time. The Merger will become effective October 31, 2017 (the "Effective Time").

ARTICLE 2 THE SURVIVING CORPORATION

2.1. Certificate of Incorporation. The Certificate of Incorporation, as amended, of IMS, as in effect immediately prior to the Effective Time, will be the Certificate of Incorporation of the Surviving Corporation, except that such Certificate of Incorporation, as amended, shall be further amended to provide as follows: "The name of the Corporation is **STERIS Instrument Management Services, Inc.**"

2.2. Bylaws. The Bylaws of IMS, as in effect immediately prior to the Effective Time, will be the Bylaws of the Surviving Corporation until altered, amended or repealed in accordance with the provisions thereof and the DGCL.

2.3. Directors and Officers. The directors and officers of IMS in office immediately prior to the Effective Time will be the directors and officers of the Surviving Corporation from and after the Effective Time until their respective successors are duly elected and qualified, subject to their earlier death, resignation or removal.

2.4. Statutory Agent. The designated statutory agent for service of process for IMS at the Effective Time will be the statutory agent for service of process for the Surviving Corporation.

ARTICLE 3 EFFECTS OF THE MERGER

3.1. Effects of the Merger. At the Effective Time, the effect of the Merger will be as provided by this Agreement and by the applicable provisions of the DGCL and FBCA.

3.2. Further Action by Merging Entities. If after the Effective Time the Surviving Corporation considers it advisable that any further conveyances, agreements, documents, instruments, assurances or any other actions are necessary or desirable to vest, perfect, confirm or record in the Surviving Company the title to any property, rights, interest, privileges, powers or franchises of Synergy or otherwise to carry out the provisions of this Agreement, the officers of Synergy last in office will execute and deliver, upon the Surviving Corporation's request, any and all proper conveyances, agreements, documents, instruments or assurances, and will do and perform all other acts necessary or proper. If a sufficient number of the directors or officers of Synergy last in office are not able or available to execute such documentation or perform such acts, the directors and officers of the Surviving Corporation will be authorized to act on behalf of Synergy.

3.3. IMS Stock. STERIS owns 10,459,886 shares of Common Stock of IMS, \$1.00 par value each, which consist of all of the issued and outstanding shares of IMS (the "IMS Stock"). At the Effective Time, and without any further action on the part of STERIS, IMS or the Surviving Corporation, each then issued and outstanding share of IMS Stock will be cancelled and cease to exist, and STERIS will be issued 9,129 shares of Common Stock, \$1.00 par value, of the Surviving Corporation, and no other payment will be made with respect thereto and no other consideration will be given therefor.

SUBMITTED DOCUMENT
NOT LEGIBLE

3.4. **Synergy Stock.** Parent owns 1,000 shares of Synergy, which constitute all of the issued and outstanding shares of Synergy (the "Synergy Stock"). At the Effective Time, and without any further action on the part of STERIS, Synergy, Parent or the Surviving Corporation, each then issued and outstanding share of Synergy stock will be cancelled and extinguished and Parent will be issued 1,331 shares of Common Stock, \$1.00 par value, of the Surviving Corporation, and no other payment will be made with respect thereto and no other consideration will be given therefor.

ARTICLE 4 MISCELLANEOUS

4.1. **Termination or Amendment.** This Agreement may be terminated or amended at any time prior to the earlier of the filing of Certificate of Merger with the Secretary of State of Delaware or Articles of Merger with the Department of State of Florida, by action of the Board of Directors of Synergy or the Board of Directors of IMS.

4.2. **Headings.** The headings contained in this Agreement are included for purposes of convenience only. The headings contained in this Agreement do not form a part of this Agreement and will not affect the meaning or interpretation of this Agreement.

4.3. **Counterparts.** This Agreement may be executed in multiple counterparts (including electronically-transmitted counterparts), each of which will be deemed an original but all of which taken together will constitute one and the same instrument.


4.4. **Complete Agreement.** This Agreement contains the complete agreement among the parties with respect to the Merger and supersedes all prior agreements and understanding with respect to the Merger.

4.5. **Governing Law.** This Agreement will be governed by, and construed and interpreted in accordance with, the laws of the State of Delaware without regard to its principles of conflicts of law.

[Signatures on the Following Page]


IN WITNESS WHEREOF, Synergy and IMS, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors have caused this Plan and Agreement of Merger to be executed, and in the case of IMS acknowledged, by an authorized officer of each party thereto as of October 12, 2017.

Integrated Medical Systems International, Inc.
(A Delaware Corporation)

By: 

Michael J. Tokich
President

Synergy Health North America, Inc.
(A Florida Corporation)

By: 

Michael J. Tokich
President

Alabama
Sec. Of State


Merger 001-896
Date 12/11/2017
Time 16:21
171211 11 Pg

File	\$100.00
Ackn	\$0.00
Exp	\$0.00
Total	\$100.00

02/010

I, Michael J. Tokich, President of Integrated Medical Systems International, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certify, as such President of the said Corporation, that the Plan and Agreement of Merger to which this certificate is attached, after having been duly approved and recommended to the shareholders by the Directors of the said Corporation, and duly signed on behalf of said Corporation by an authorized officer thereof, was duly submitted to the sole shareholder of said Corporation, and said sole shareholder in a written consent to action without a meeting executed pursuant to Section 228 of the DGCL, waived notice of a meeting of the shareholder to consider and consented to and adopted the Agreement of Merger as the act of the shareholders of said Integrated Medical Systems International, Inc., and the duly adopted agreement of Integrated Medical Systems International, Inc.

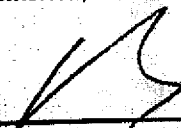
WITNESS my hand on behalf of said Integrated Medical Systems International, Inc. on this 12th day of October, 2017.



Michael J. Tokich
President

I, Michael J. Tokich, President of Synergy Health North America, Inc., a corporation organized and existing under the laws of the State of Florida, hereby certify, as such President of the said Corporation, that the Plan and Agreement of Merger to which this certificate is attached, after having been duly approved and recommended to the shareholders by the Directors of the said Corporation, and duly signed on behalf of said Corporation by an authorized officer thereof, was duly submitted to the sole shareholder of said Corporation and said sole shareholder in a written consent to action without a meeting executed pursuant to Section 607.0704 of the FBCA, waived notice of a meeting of the shareholder to consider and consented to and adopted the Agreement of Merger as the act of the shareholders of said Synergy Health North America, Inc., and the duly adopted agreement of Synergy Health North America, Inc.

WITNESS my hand on behalf of said Synergy Health North America, Inc. on this 12th day of October, 2017.



Michael J. Tokich
President