

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM742923

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/31/2019
<b>RESUBMIT DOCUMENT ID:</b>	900688835
<b>SEQUENCE:</b>	2

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Aesynt Holdings, Inc.		12/30/2019	Corporation: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Omnicell, Inc.
<b>Street Address:</b>	590 E. MIDDLEFIELD ROAD
<b>City:</b>	MOUNTAIN VIEW
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94043
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2243515	CONNECT-RX
Registration Number:	2930686	ROBOT-RX
Registration Number:	2968923	MEDCAROUSEL
Registration Number:	4983624	AESYNT
Registration Number:	4983629	AESYNT
Registration Number:	5294455	AESYNT
Registration Number:	6399147	ACUDOSE-RX
Registration Number:	5294454	AESYNT

## CORRESPONDENCE DATA

Fax Number: 6508497400

*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: 6508435000

Email: trademarks@cooley.com

Correspondent Name: Anne H. Peck of Cooley LLP

Address Line 1: 1299 Pennsylvania Avenue, NW, Suite 700

Address Line 4: Washington, D.C. 20004

TRADEMARK

<b>ATTORNEY DOCKET NUMBER:</b>	155649-203
<b>NAME OF SUBMITTER:</b>	Drue Koons
<b>SIGNATURE:</b>	/Drue Koons/
<b>DATE SIGNED:</b>	07/22/2022
<b>Total Attachments: 4</b> source=Aesynt Holdings Inc. to Omnicell Inc_#page1.tif source=Aesynt Holdings Inc. to Omnicell Inc_#page2.tif source=Aesynt Holdings Inc. to Omnicell Inc_#page3.tif source=Aesynt Holdings Inc. to Omnicell Inc_#page4.tif	

# Delaware

The First State

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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 OWNERSHIP, WHICH MERGES:

"AESYNT HOLDINGS, INC.", A DELAWARE CORPORATION, WITH AND INTO "OMNICELL, INC." UNDER THE NAME OF "OMNICELL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2019, AT 8:37 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2019 AT 12:03 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

3213344 8100M  
SR# 20198903710

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 204321168  
Date: 12-30-19

**TRADEMARK**  
**REEL: 007765 FRAME: 0738**

**CERTIFICATE OF OWNERSHIP AND MERGER**

of

**Aesynt Holdings, Inc.**  
**(a Delaware corporation)**

with and into

**Omnicell, Inc.**  
**(a Delaware corporation)**

Pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"), Omnicell, Inc., a Delaware corporation (the "Corporation"),

**DOES HEREBY CERTIFY:**

**FIRST:** That the Corporation was incorporated pursuant to the DGCL.

**SECOND:** That the Corporation owns all the outstanding shares of each class of the capital stock of Aesynt Holdings, Inc., a Delaware corporation (the "Subsidiary Corporation").

**THIRD:** That the Corporation, by the following resolutions of its board of directors, duly adopted on November 6, 2019, determined to merge the Subsidiary Corporation into itself (the "Merger"), with the Corporation being the sole surviving entity:

RESOLVED, that pursuant to Section 253 of the DGCL, in the Merger, the Subsidiary Corporation shall be merged with and into the Corporation, whereupon the separate existence of the Subsidiary Corporation shall cease, and the Corporation shall be the surviving corporation (the "Surviving Corporation") of the Merger;

RESOLVED FURTHER, that the Merger is hereby approved pursuant to the provisions of Section 253 of the DGCL;

RESOLVED FURTHER, that the Merger shall become effective upon the filing of the Certificate of Ownership and Merger with the Delaware Secretary of State, or at such time as is validly specified therein (the "Effective Time");

RESOLVED FURTHER, that from and after the Effective Time, until successors are duly elected or appointed in accordance with applicable law, the directors of the Corporation at the Effective Time shall be the directors of the Surviving Corporation, and the officers of the Corporation at the Effective Time shall be the officers of the Surviving Corporation;

RESOLVED FURTHER, that from and after the Effective Time, the bylaws of the Corporation shall continue to be the bylaws of the Surviving Corporation;

RESOLVED FURTHER, that from and after the Effective Time, the certificate of incorporation of the Corporation shall be the certificate of incorporation of the Surviving Corporation; and

RESOLVED FURTHER, that from and after the Effective Time, the name of the Surviving Corporation shall be "Omnicell, Inc."

**FOURTH:** That the Corporation shall be the surviving corporation of the Merger.

**FIFTH:** That the certificate of incorporation of the Corporation as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the Surviving Corporation.

**SIXTH:** The Merger shall become effective as of December 31, 2019 at 12:03pm ET.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by a duly authorized officer, declaring that the facts stated herein are true.

OMNICELL, INC., a Delaware corporation



By: \_\_\_\_\_  
Name: Joseph E. Spears  
Title: Senior Vice President and Chief  
Accounting Officer  
Date: December 30, 2019

*[Signature Page to Omnicell, Inc.-Aesynt Holdings, Inc. Certificate of Ownership and Merger]*

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