

01-24-2000

12.23.99



101250777

3

BOX ASSIGNMENTS, Commissioner of Patents and Trademarks, Washington, D.C. 20231  
Please record and index the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>Corometrics Medical Systems, Inc.</u> State of <u>Delaware</u> Corporation</p>	<p>2. Name and address of receiving party(ies): Name: <u>GE Marquette Medical Systems, Inc.</u> Address: <u>8200 West Tower Avenue</u> City: <u>Milwaukee</u> State: <u>WI</u> Zip: <u>53223</u> Type of Company: <u>A Corporation</u> Corporation-State: <u>Wisconsin</u> If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of Conveyance: <u>Certificate of Dissolution of Corometrics Medical Systems, Inc. (including General Assignment)</u> Execution Date: <u>December 17, 1998</u></p>	

<p>4. A. Trademark Application No.(s) <u>75/500,557; 75/500,576 and 75/500,588</u></p>	<p>B. Trademark Registration No.(s) <u>1,517,858</u></p>
<p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:  <u>Thomas A. Miller</u> <u>Michael Best &amp; Friedrich LLP</u> <u>Suite 3300</u> <u>100 East Wisconsin Avenue</u> <u>Milwaukee, WI 53202-4108</u></p>	<p>6. Total number of applications and registrations involved: <u>4</u> 7. Total fee (37 CFR 3.41):.....\$ <u>115.00</u> <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Deficiencies in fee charged to deposit account 8. Deposit account number: <u>13-3080</u></p>
--	--

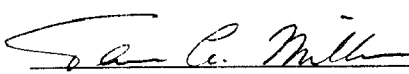
1/21/2000 DCOATES 00000046 1517858

1 FC:481	40.00 OP	DO NOT USE THIS SPACE
2 FC:482	75.00 OP	

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

Thomas A. Miller  
Name of Person Signing

  
Signature

December 23, 1999  
Date

Total number of pages including cover sheet, attachments, and document: 3

United States Postal Service Express Mail Mailing Label No. EL108576644US

cc: Docketing


**CERTIFICATE OF DISSOLUTION  
COROMETRICS MEDICAL SYSTEMS, INC.  
(a Delaware corporation)**

The undersigned officer of Corometrics Medical Systems, Inc., a Delaware corporation (the "Company"), does hereby certify on behalf of the Company, pursuant to Sections 103 and 275 of the Delaware General Corporation Law, as amended (the "DGCL"), the following:

- (1) The name of the Company is Corometrics Medical Systems, Inc.
- (2) The dissolution of the Company was authorized on December 17, 1998.
- (3) The dissolution of the Company was authorized pursuant to the written consent of the sole stockholder of the Company in accordance with Section 275(c) of the DGCL.
- (4) The names and addresses of the directors and officers of the Company are as follows:

Name	Title	Address
John M. O'Malley	Director and Secretary	8200 W. Tower Ave. Milwaukee, WI 53223
Frederick A. Robertson	President	8200 W. Tower Ave. Milwaukee, WI 53223
Mary M. Kabacinski	Vice President and Treasurer	8200 W. Tower Ave. Milwaukee, WI 53223

IN WITNESS WHEREOF, the undersigned has executed this document on behalf of the Company on this 17 day of December, 1998.

  
\_\_\_\_\_  
John M. O'Malley  
Secretary

Appendix A

**PLAN OF COMPLETE LIQUIDATION  
General Assignment**

Corometrics Medical Systems, Inc. a Delaware corporation now in dissolution (the "Company"), hereby assigns, conveys, distributes and transfers to GE Marquette Medical Systems, Inc., a Delaware corporation, as owner of all of its issued and outstanding shares (the "Assignee"), all its remaining property and assets (tangible or intangible, real or personal), if any, subject to its liabilities and obligations, in exchange for and in complete redemption and cancellation of all of the Company's shares.

17<sup>th</sup> IN WITNESS WHEREOF, the undersigned has executed this Assignment as of this day of December, 1998

COROMETRICS MEDICAL SYSTEMS, INC.

By: Frederick A. Robertson  
Frederick A. Robertson  
President

**ACCEPTANCE OF ASSIGNMENT**

Assignee hereby accepts the foregoing assignment, subject to the Company's liabilities, in cancellation of the Company's stock.

IN WITNESS WHEREOF, the undersigned has executed this Acceptance of Assignment as of this 17<sup>th</sup> day of December, 1998.

GE MARQUETTE MEDICAL SYSTEMS, INC.

By: Frederick A. Robertson  
Frederick A. Robertson  
President and Chief Executive Officer