

1/20/04

01-23-2004

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



Y

To the Honorable Commissioner of Patents

102653235

attached original documents or copy thereof.

1. Name of conveying party(ies):

Agion Technologies L.L.C.

- Individual(s)
- General Partnership
- Corporation
- Other Limited Liability Company of Connecticut
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):

Agion Technologies (DE) LLC  
60 Audobon Road  
Wakefield, Massachusetts 01880

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation \_\_\_\_\_
- Other Delaware Limited Liability Company

Domestic representative is attached:

Yes  No

Additional name(s) & address(es) attached?

Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 30, 2002

4. (A.) Trademark Application No.(s)

76/127361  
78/213026

4. (B.) Trademark Registration No.(s)

2,243,472  
2,220,833

Additional numbers attached?  Yes  No

5. Correspondence should be mailed to:

**VICTOR M. TANNENBAUM  
ABELMAN, FRAYNE & SCHWAB**  
150 East 42nd Street  
New York, New York 10017-5612

6. Total number of applications and registrations involved:.....

4

**CERTIFICATE OF FACSIMILE TRANSMISSION**

Date of Deposit: **December 29, 2003**

I hereby certify that this correspondence is being facsimile transmitted to the United States Assignment Division, Box Assignments, CG-4, 1213 Jefferson Davis Hwy, Suite 320, Washington, DC 20231.

**VICTOR M. TANNENBAUM**

(Name of person mailing paper or fee)

(Signature of person mailing paper or fee)

7. Total fee (37 CFR 3.41): ..... \$ 115.00

Enclosed

(The said Deposit Account should be charged for any official fee not fully covered by the enclosed check)

Authorized to be charged to deposit account  
Deposit account number: 01-0035

(Attach duplicate copy of this page if paying by deposit account)

**DO NOT USE THIS SPACE**

8. 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.*

VICTOR M. TANNENBAUM

Name of Person Signing

Signature

12/29/03

Date

Total number of pages comprising cover sheet:

2

**CERTIFICATE OF MERGER**

**OF**

**AGION TECHNOLOGIES L.L.C., a Connecticut limited liability company**

**AND**

**AGION TECHNOLOGIES (DE) LLC, a Delaware limited liability company**

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

**FIRST:** The name and jurisdiction of formation or organization of the domestic limited liability company and the other business entity which is to merge are as follows: (1) AgION Technologies (DE) LLC, a Delaware limited liability company, and (2) AgION Technologies L.L.C., a Connecticut limited liability company.

**SECOND:** An Agreement and Plan of Merger has been approved and executed by each of AgION Technologies (DE) LLC and AgION Technologies L.L.C.

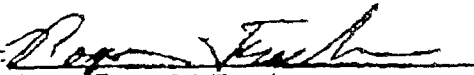
**THIRD:** The name of the surviving domestic limited liability company is AgION Technologies (DE) LLC.

**FOURTH:** The Agreement and Plan of Merger is on file at the offices of AgION Technologies (DE) LLC, 60 Audubon Road, Wakefield, MA 01880, a place of business of AgION Technologies (DE) LLC, the surviving limited liability company.

**FIFTH:** A copy of the Agreement and Plan of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of AgION Technologies (DE) LLC and any member of AgION Technologies L.L.C.

**IN WITNESS WHEREOF,** said surviving limited liability company has caused this certificate to be signed by an authorized person, the 30<sup>th</sup> day of December, 2002.

**AGION TECHNOLOGIES (DE) LLC**

By:   
Name: Roger M. Freedman  
Title: Chairman and CEO

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STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 02:15 PM 12/30/2002  
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