

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Coulter International Corp.

- Individual(s)
- General Partnership
- Corporation-State-Florida
- Other
- Association
- Limited Partnership

Citizenship (see guidelines) _____
 Execution Date(s) December 31, 2003
 Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

4. Application number(s) or registration number(s) and Identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
995825

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

COULTER

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Ladas & Parry
 Internal Address: ATTN: Ms. Iris Hess
 Street Address: 5670 Wilshire Blvd.
Suite 2100
 City: Los Angeles
 State: California Zip: 90036
 Phone Number: 1-323-934-2300
 Fax Number: 1-323-934-0202
 Email Address: mhess@ladasparry.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
 Expiration Date _____
 b. Deposit Account Number 12-0415
 Authorized User Name M. Iris Hess

9. Signature:

M. Iris Hess
Signature

March 29, 2005
Date

M. Iris Hess
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: **4**

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 120415 0995825

Delaware

PAGE 1

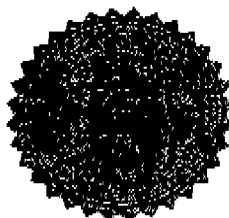
The First State

I, HARRIET SMITH WINDSOR, 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:

"COULTER INTERNATIONAL CORP.", A FLORIDA CORPORATION, WITH AND INTO "BECKMAN COULTER, INC." UNDER THE NAME OF "BECKMAN COULTER, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF OCTOBER, A.D. 2003, AT 6:38 O'CLOCK P.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. 2003.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2166160 8100M

AUTHENTICATION: 2722212

030699464

DATE: 10-31-03

TRADEMARK
REEL: 003077 FRAME: 0031

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:38 PM 10/30/2003
FILED 06:38 PM 10/30/2003
SRV 030699464 - 2166160 FILE

**CERTIFICATE OF OWNERSHIP MERGING
Coulter International Corp.
into
Beckman Coulter, Inc.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Beckman Coulter, Inc., a corporation incorporated on the 11th day of July, 1988, pursuant to the provisions of the General Corporation Law of the State of Delaware; **DOES HEREBY CERTIFY** that this corporation owns 100% of the capital stock of Coulter International Corp., a corporation incorporated on the 10th day of April, 1995, pursuant to the provisions of the Florida Business Corporation Act, and that this corporation, by a resolution of its Board of Directors duly adopted at a meeting held on the 2nd day of October, 2003, determined to and did merge into itself said Coulter International Corp., which resolution is in the following words to wit:

WHEREAS this corporation lawfully owns all of the outstanding stock of Coulter International Corp., a corporation organized under the laws of Florida, and

WHEREAS this corporation desires to merge into itself the said Coulter International Corp., and to be possessed of all the estate, property, rights, privileges and franchises of said corporation,

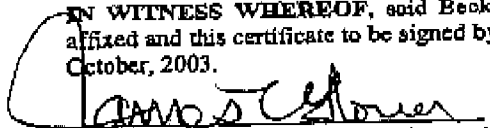
NOW, THEREFORE, BE IT RESOLVED, that this corporation, Beckman Coulter, Inc., a Delaware corporation, merge into itself Coulter International Corp., a Florida corporation, (the "Merging Entity") and assume all of the liabilities and obligations of Merging Entity; and

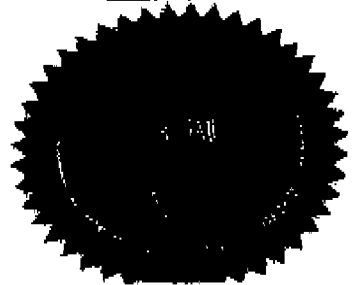
FURTHER RESOLVED, that James T. Glover, in his capacity as Vice President and Controller of Beckman Coulter, Inc., William H. May, in his capacity as Vice President, General Counsel and Secretary of Beckman Coulter, Inc., or any other elected officer of Beckman Coulter, Inc., (the "Authorized Officers") is hereby directed to make and execute a certificate of ownership setting forth a copy of the resolution to merge Merging Entity and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware, and as necessary to file a certified copy thereof in the office of the Recorder of Deeds of any appropriate County; and

FURTHER RESOLVED, that each Authorized Officer be and they hereby are, authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect said merger.

The effective date of the merger of Coulter International Corp. with and into Beckman Coulter, Inc. shall be December 31, 2003.

IN WITNESS WHEREOF, said Beckman Coulter, Inc. has caused its corporate seal to be affixed and this certificate to be signed by James T. Glover, an authorized officer this 28th day of October, 2003.


By: James T. Glover, Vice President and
Controller



SUBSIDIARY DELAWARE CERT OF OWNERSHIP MERGING