

Form PTO-1594 (Rev. 01-09)
OMB Collection 0651-0027 (exp. 02/28/2009)

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):

Qioptiq Imaging Solutions, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation- State: New York
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Qioptiq Linos, Inc.
Internal 78 Schuyler Baldwin Dr.
Address: _____

Street Address: _____
Fairport
City: _____
New York
State: _____
Country: USA Zip: 14450

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship New York
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) as of 01/01/2009

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

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)

2623658, 2342423, 2406738

Additional sheet(s) attached? Yes No

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

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

Name: Jessica R. Murray

Internal Address: 2400 Chase Sq.

Street Address: _____

City: Rochester

State: New York Zip: 14604

Phone Number: 585-232-5300

Fax Number: 585-232-3528

Email Address: jmurray@boylanbrown.com

6. Total number of applications and registrations involved:

3

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

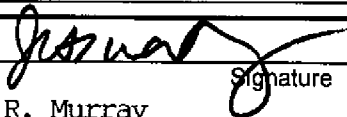
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:



5/6/2009

Signature

Date

Jessica R. Murray

Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

O: JESSICA R. MURRAY COMPANY: 2400 CHASE SQUARE

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.105/04/2009
900133252

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Qioptiq Imaging Solutions, Inc.		12/30/2008	CORPORATION:
RECEIVING PARTY DATA			
Name:	Qioptiq Linos, Inc.		
Street Address:	78 Schuyler Baldwin Dr		
City:	Fairport		
State/Country:	NEW YORK		
Postal Code:	14450		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2623858	A-ZOOM2	
Registration Number:	2342423	OPTEM	
Registration Number:	2408738	OPTIGRID	
CORRESPONDENCE DATA			
Fax Number:	(585)232-3528		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	585-232-5300		
Email:	jmurray@boylanbrown.com		
Correspondent Name:	Jessica R. Murray		
Address Line 1:	2400 Chase Square		
Address Line 4:	Rochester, NEW YORK 14604		
NAME OF SUBMITTER:	Jessica R Murray		
Signature:	/Jessica R Murray/		
Date:	05/04/2009		

OP \$90.00 2623658

TRADEMARK
REEL: 003983 FRAME: 0250

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and the official seal of the Department of State, at the City of Albany, on January 2, 2009.

A handwritten signature in black ink that reads "Paul LaPointe".

Paul LaPointe
Special Deputy Secretary of State

Rev. 06/07

081231000340

**CERTIFICATE OF MERGER
OF
QIOPTIQ IMAGING SOLUTIONS, INC.
AND
LINOS PHOTONICS, INC.
INTO
QIOPTIQ IMAGING SOLUTIONS, INC.**

Under Section 904 of the New York Business Corporation Law

We, the undersigned, being respectively the President and Secretary of Qioptiq Imaging Solutions, Inc. and the President and Secretary of Linos Photonics, Inc. certify that:

1. The name of each constituent corporation is Qioptiq Imaging Solutions, Inc. ("QIS"), a New York corporation, and Linos Photonics, Inc. ("LPI"), a Delaware corporation. QIS was formed under the name "Amarel Precision Instruments, Inc." The name of the surviving corporation is Qioptiq Imaging Solutions, Inc.
2. QIS has authorized 3,200,000 common shares, par value \$.10, of which 1,077,470 are outstanding. LPI has authorized 1,000 shares of Common Stock, no par value, of which 1,000 are issued and outstanding. None of the shares is entitled to vote as a class. None of the shares is subject to change prior to the effective date of the merger.
3. The manner of changing the shares of each constituent corporation into shares of the surviving corporation is as follows. Each outstanding share of LPI common stock shall be changed into 881.566 common shares of QIS. There shall be no change in the outstanding shares of QIS.
4. The Certificate of Incorporation of the surviving corporation is hereby amended to change the name of the surviving corporation to Qioptiq LINOS, Inc. The amendment is effected by amending paragraph 1 of the Certificate of Incorporation to read in its entirety as follows:

"1. The name of the Corporation is Qioptiq LINOS, Inc."
5. The merger shall be effective as of January 1, 2009.
6. The certificate of incorporation of QIS was filed by the New York Secretary of State on October 16, 1980 under the name Amarel Precision Instruments, Inc. The certificate of incorporation of LPI was filed by the Delaware Secretary of State on December 18, 1981. LPS has not filed an application for authority to do business in New York.
7. The merger was authorized by unanimous written consent of the Board of Directors and the sole shareholder of QIS. The merger was authorized by unanimous written consent of the Board of Directors and shareholder of LPI. The merger is permitted by the laws of Delaware and is in compliance therewith.

081231000340

**TRADEMARK
REEL: 003983 FRAME: 0252**

IN WITNESS WHEREOF, we have signed this certificate this 22nd day of December, 2008, and hereby affirm the truth of the statements contained herein under penalty of perjury.

QIOPTIQ IMAGING SOLUTIONS, INC.

By: /s/ William R. Gilman
William R. Gilman, President

/s/ Jessica R. Murray
Jessica R. Murray, Secretary

LINOS PHOTONICS, INC.

By: /s/ Gary J. Bishop
Name: Gary J. Bishop, President

/s/ Michael P. Healy
Michael P. Healy, Secretary

081231000340

CERTIFICATE OF MERGER

OF

QIOPTIQ IMAGING SOLUTIONS, INC.

AND

LINOS PHOTONICS, INC.

INTO

QIOPTIQ IMAGING SOLUTIONS, INC.

1-CC
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 31 2008

TAX \$ _____

BY: *DW*

McAfee

Under Section 904 of the Business Corporation Law

Filed by:

**BOYLAN, BROWN, CODE, VIGDOR & WILSON LLP
2400 CHASE SQUARE
ROCHESTER, NY 14604**

2008 DEC 31 PM 12:09

FILED

ACR-41 DRAWDOWN

2008 DEC 31 AM 11:05

RECEIVED

081231000398

TRADEMARK

REEL: 003983 FRAME: 0254

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 MERGER, WHICH MERGES:

"LINOS PHOTONICS, INC.", A DELAWARE CORPORATION, WITH AND INTO "QIOPTIQ IMAGING SOLUTIONS, INC." UNDER THE NAME OF "QIOPTIQ LINOS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2008, AT 11:16 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2009.

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



4639193 8100M

081237311

You may verify this certificate online at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7057559

DATE: 01-02-09

TRADEMARK

REEL: 003983 FRAME: 0255

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:24 AM 12/30/2008
FILED 11:16 AM 12/30/2008
SRV 081237311 - 0928605 FILE

**CERTIFICATE OF MERGER
MERGING LINOS PHOTONICS, INC.
INTO
QIOPTIQ IMAGING SOLUTIONS, INC.**

Pursuant to Section 252 of the Delaware General Corporation Law (the "DGCL") Qioptiq Imaging Solutions, Inc., a New York corporation, and Linos Photonics, Inc., a Delaware corporation, do hereby certify:

1. That the name of each constituent corporation is Qioptiq Imaging Solutions, Inc., a New York corporation, and Linos Photonics, Inc., a Delaware corporation.
2. A Plan and Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the DGCL.
3. The name of the surviving corporation is Qioptiq Imaging Solutions, Inc., a New York corporation.
4. The Certificate of Incorporation of the surviving corporation shall be amended to change its name to Qioptiq LINOS, Inc.
5. The Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation at 78 Schuyler Baldwin Drive, Fairport, NY 14450.
6. A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.
7. The surviving corporation agrees that it may be served with process in this State in any proceeding for enforcement of any obligation of any constituent corporation of this State, as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to Section 262 of the DGCL. The surviving corporation irrevocably appoints the Secretary of State as its agent to accept service of process in any such suit or other proceeding. The Secretary of State shall mail a copy of such process to 78 Schuyler Baldwin Drive, Fairport, NY 14450.
8. This instrument shall be effective as of January 1, 2009.

IN WITNESS WHEREOF, Qioptiq Imaging Solutions, Inc. and Linos Photonics, Inc. have caused this Certificate to be signed and attested by its duly authorized officers this 22nd day of December, 2008.

QIOPTIQ IMAGING SOLUTIONS, INC.

By: /s/ William R. Gilman
William R. Gilman, President

ATTEST:

/s/ Jessica R. Murray
Jessica R. Murray, Secretary

LINOS PHOTONICS, INC.

By: /s/ Gary J. Bishop
Name: Gary J. Bishop, President

ATTEST:

/s/ Michael P. Healy
Michael P. Healy, Secretary