

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM330286

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/14/2010

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
DIAGNOSTIC SYSTEMS LABORATORIES, INC.		12/14/2010	CORPORATION: TEXAS

## RECEIVING PARTY DATA

<b>Name:</b>	BECKMAN COULTER, INC.
<b>Street Address:</b>	250 S. Kraemer Blvd.
<b>City:</b>	Brea
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92821
<b>Entity Type:</b>	CORPORATION: DELAWARE

## PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	3091045	ACTIVEGLO
Registration Number:	2594349	DSLABS
Registration Number:	2614918	DIAGNOSTIC SYSTEMS LABORATORIES
Serial Number:	76110018	PROSTSCREEN
Serial Number:	75567565	PROSTSCREEN
Serial Number:	75567564	PROSTSCREEN
Serial Number:	75160276	PROSTSCREEN
Registration Number:	2000069	EXTRACTIVATION
Registration Number:	2047049	ACTIVE
Registration Number:	1983813	DSL
Registration Number:	1299171	DSL

## CORRESPONDENCE DATA

Fax Number: 7142234601

*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: (714) 961-3898

Email: trademarks@beckman.com

Correspondent Name: TONA CORNELIUS - BECKMAN COULTER, INC.

TRADEMARK

**Address Line 1:** 250 S. Kraemer Blvd.  
**Address Line 4:** Brea, CALIFORNIA 92821

**ATTORNEY DOCKET NUMBER:** 12-10-2010 DSL MERGE BCI

**NAME OF SUBMITTER:** Tona Cornelius

**SIGNATURE:** /trc/

**DATE SIGNED:** 01/28/2015

**Total Attachments: 18**

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**Form 623**  
**(Revised 12/08)**  
 Return in duplicate to:  
 Secretary of State  
 P.O. Box 13697  
 Austin, TX 78711-3697  
 512 463-5555  
 FAX: 512 463-5709  
**Filing Fee: see instructions**



This space reserved for office use.

**FILED**  
 In the Office of the  
 Secretary of State of Texas

DEC 17 2010

**Parent-Subsidiary  
 Certificate of Merger  
 Business Organizations Code**

**Corporations Section**

**Parties to the Merger**

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, and state of incorporation or organization, and file number, if any, issued by the secretary of state for the parent and subsidiary organization(s) are as follows:

**Parent**

**Beckman Coulter, Inc.**

Name of Organization

The organization is a for-profit corporation It is organized under the laws of  
Specify organizational form (e.g., for-profit corporation)

Delaware USA The file number, if any, is 7721306  
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

2711 Centerville Road, Suite 400 Wilmington DE USA  
Street Address City State Country

**Subsidiary 1**

**Diagnostic Systems Laboratories, Inc.**

Name of Organization

The organization is a for-profit corporation It is organized under the laws of:  
Specify organizational form (e.g., for-profit corporation)

Texas USA The file number, if any, is 55991000  
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

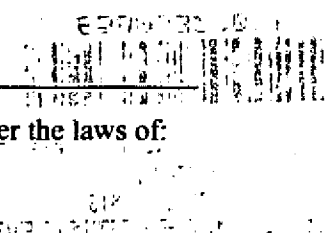
Number of ownership interests outstanding	Class	Series	Number owned by parent	Percentage Owned
23,763,000	Common		Beckman Coulter, Inc.	100%

The organization will survive the merger.  The organization will not survive the merger.

**Subsidiary 2**

Name of Organization

The organization is a: \_\_\_\_\_ It is organized under the laws of:  
Specify organizational form (e.g., for-profit corporation)



The file number, if any, is: \_\_\_\_\_

State \_\_\_\_\_ Country \_\_\_\_\_ Texas Secretary of State file number \_\_\_\_\_

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ Country \_\_\_\_\_

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding    Class    Series    Number owned by parent    Percentage Owned

The organization will survive the merger.     The organization will not survive the merger.

Subsidiary 3

Name of Organization \_\_\_\_\_

The organization is a: \_\_\_\_\_ It is organized under the laws of: \_\_\_\_\_

*Specify organizational form (e.g., for-profit corporation)*

The file number, if any, is: \_\_\_\_\_

State \_\_\_\_\_ Country \_\_\_\_\_ Texas Secretary of State file number \_\_\_\_\_

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ Country \_\_\_\_\_

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding    Class    Series    Number owned by parent    Percentage Owned

The organization will survive the merger.     The organization will not survive the merger.

### Resolution of Merger

A copy of the resolution of merger is attached.

The attached resolution was adopted and approved by the governing authority of the parent organization as required by the laws of its jurisdiction of formation and by its governing documents.

The resolution was adopted by the parent organization on 12/16/2010

*mm/dd/yyyy*

### Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the resolution of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

Name of New Organization 1 \_\_\_\_\_ Jurisdiction \_\_\_\_\_ Entity Type (See instructions) \_\_\_\_\_

Principal Place of Business Address \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

Name of New Organization 2 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 3 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip

**Effectiveness of Filing** (Select either A, B, or C.)

- A.  This document becomes effective when the document is accepted and filed by the secretary of state.
- B.  This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: \_\_\_\_\_
- C.  This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

The following event or fact will cause the document to take effect in the manner described below:

**Tax Certificate**

- Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.
- In lieu of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

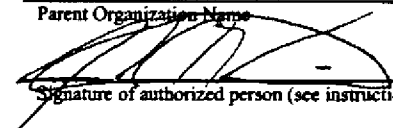
**Execution**

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the parent organization, to execute the filing instrument.

Date: December 16, 2010

Beckman Coulter, Inc.

Parent Organization Name

  
Signature of authorized person (see instructions)

John A. Weiss, Assistant Secretary

Printed or typed name of authorized person

**UNANIMOUS WRITTEN CONSENT OF  
THE BOARD OF DIRECTORS  
OF  
BECKMAN COULTER, INC.  
IN LIEU OF A MEETING OF THE BOARD OF DIRECTORS**

The undersigned being all of the members of the Board of Directors of Beckman Coulter, Inc., a Delaware corporation (the "Corporation"), acting pursuant to Section 141(f) of the Delaware General Corporation Law and Section 3.6 of the Amended and Restated Bylaws of the Corporation, do hereby consent to the adoption of the following recitals and resolutions and the actions set forth herein as of this 14th day of December 2010, and further direct that this consent be filed with the minutes of the proceedings of the meetings of the Board of Directors:

RECITALS

**WHEREAS**, Beckman Coulter, Inc., a Delaware corporation (the "Corporation"), lawfully owns all of the outstanding shares of Common Stock, no par value (the "Common Stock") of Diagnostic Systems Laboratories, Inc. (the "Subsidiary"), a corporation organized under the laws of Texas;

**WHEREAS**, the outstanding shares of Common Stock owned by the Corporation represent all of outstanding stock of the Subsidiary;

**WHEREAS**, pursuant to Section 253(a) of the Delaware General Corporation Law, the Corporation desires to merge into itself the Subsidiary and to be possessed of all the estate, property, rights, privileges and franchises, and to assume all of the liabilities and obligations, of the Subsidiary (the "Short-Form Merger"), with the Corporation as the surviving corporation in the Short-Form Merger;

**WHEREAS**, in connection with the Short-Form Merger, the Corporation proposes to prepare and file with the Secretary of State of Delaware a Certificate of Ownership and Merger setting forth a copy of these resolutions and the date of adoption of these resolutions (the "Certificate of Ownership") and file a certified copy of such Certificate of Ownership with the Recorder of Deeds of any appropriate County;

RESOLUTIONS

**NOW, THEREFORE, BE IT RESOLVED**, that the Short-Form Merger and the Certificate of Ownership, including, in each case, the form, terms and provisions thereof, are hereby approved, authorized and adopted in all respects;

**BE IT FURTHER RESOLVED**, that the Short-Form Merger, including the Corporation becoming possessed of all the estate, property, rights, privileges and franchises, and assuming all of the liabilities and obligations, of the Subsidiary, be effectuated;

**BE IT FURTHER RESOLVED**, that Carolyn D. Beaver, in her capacity as Corporate Vice President, Controller and Chief Accounting Officer of Beckman Coulter, Inc., Arnold A. Pinkston, in his capacity as Senior Vice President, General Counsel and Secretary of Beckman Coulter, Inc., or any other elected officer, including but not limited to any Assistant Secretary, of Beckman Coulter, Inc., (the "Authorized Officers") is hereby directed, authorized and empowered, in the name and on behalf of the Corporation, to prepare, execute and file the Certificate of Ownership with the Secretary of State of Delaware and file the certified copy of such Certificate of Ownership with the Recorder of Deeds of any appropriate County;

**BE IT FURTHER RESOLVED**, that each Authorized Officer hereby is authorized and empowered, in the name and on behalf of the Corporation, to take or cause to be taken any and all such actions, including, but not limited to, filing with any federal or state agency any application, affirmations or notices, or performing or causing to be performed any action that they deem necessary or advisable in order to comply with the applicable laws, rules or standards of any jurisdiction or any national securities exchange and, in connection therewith, to execute, deliver, and file all requisite papers, notices, applications, affirmations and documents, the approval thereof to be conclusively evidenced by execution thereof by any such Authorized Officer;

**BE IT FURTHER RESOLVED**, that each Authorized Officer hereby is authorized and empowered, in the name and on behalf of the Corporation, to do and perform, or cause or authorize to be done and performed, any and all such acts, deeds and things and to cause to be made, executed and delivered, any and all filings or instruments, with such terms and provisions as such Authorized Officer may approve, to carry out the purpose and intent of the foregoing resolutions or to effectuate the Short-Form Merger, the execution, delivery or performance thereof, or the taking of any such action, to be conclusive evidence of such approval and authority;

**BE IT FURTHER RESOLVED**, that the Board of Directors hereby adopts and incorporates by reference any form of specific resolution to carry into effect the purpose and intent of the foregoing resolutions, or to cover authority included in matters authorized in the foregoing resolutions, including forms of resolution in connection therewith that may be required by any state, other jurisdiction or other governmental institution or agency, and the Secretary is hereby directed to insert a copy thereof in the minute book of the Corporation following this meeting and to certify the same as duly adopted thereby; and

**BE IT FURTHER RESOLVED**, that all actions heretofore taken by the Corporation in support of the matters referred to in the foregoing resolutions or otherwise in support of the Short-Form Merger be, and hereby are, approved, ratified and confirmed in all respects.

## **SIGNATURES**

This Unanimous Written Consent, dated and executed on December 14, 2010, shall be filed in the Minute Book of the Corporation and become a part of the records of the Corporation. This Unanimous Written Consent may be executed in multiple counterparts, or by facsimile copy thereof, each of which when taken together shall constitute one Unanimous Written Consent.

The persons signing below constitute all members of the Board of Directors of the Corporation.

[Signatures set forth in following pages]



**Signatures**

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Peter B. Dervan, Ph.D.

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Kevin M. Farr

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Robert G. Funari

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Charles A. Haggerty

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Van B. Homeycutt

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William N. Kelley, M.D.

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Susan R. Salka

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Glenn S. Schafer

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Richard P. Wallace

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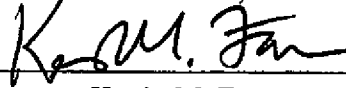
Lewis T. Williams, M.D., Ph.D.

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Betty Woods

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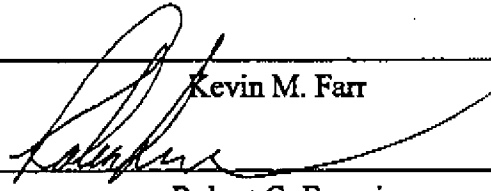
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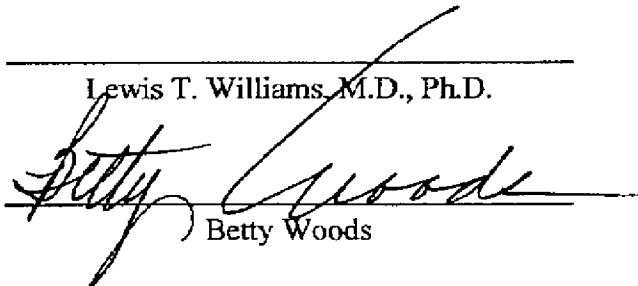
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Glenn S. Schafer

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TRADEMARK

**Signatures**

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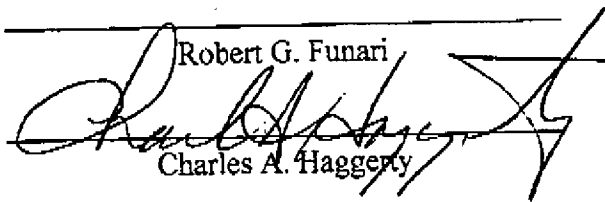
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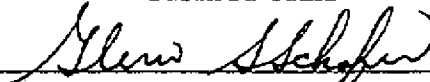
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Betty Woods

TEXAS COMPTROLLER *of* PUBLIC ACCOUNTS

P.O. Box 13528 • AUSTIN, TX 78711-3528



December 1, 2010

DIAGNOSTIC SYSTEMS LABORATORIES, INC.  
445 MEDICAL CENTER BLVD ATT: SHAILA GUPT  
WEBSTER TX 77598-4217

**CERTIFICATE OF ACCOUNT STATUS**

THE STATE OF TEXAS  
COUNTY OF TRAVIS

I, Susan Combs, Comptroller of Public Accounts of the State of Texas, DO  
HEREBY CERTIFY that according to the current records of this office

**DIAGNOSTIC SYSTEMS LABORATORIES, INC.**

has filed all required reports for taxes administered by the Comptroller under  
Title 2, Tax Code, and taxes reported due on those reports have been paid.  
This certificate must be filed with the Texas Secretary of State to legally  
end the entity's existence in Texas. This certificate is valid through  
December 31, 2010.

GIVEN UNDER MY HAND AND  
SEAL OF OFFICE in the City of  
Austin, this 1st day of  
December, 2010 A.D.

A handwritten signature in black ink that reads "Susan Combs".

Susan Combs  
Texas Comptroller

Taxpayer number: 17421729595  
File number: 0055991000

NOTE: Failure by Texas entities to legally end existence with the Texas Secretary of State on or before the expiration of this certificate, will result in additional franchise tax responsibilities. Texas entities not registered with the Texas Secretary of State and all out of state entities are responsible for franchise tax through the last date of business in this state.