

05-27-1998



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Attorney Docket Number

100718969

6358-048 & 6358-051

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS

Box Assignment

Washington, DC 20231

MAY 5-12-98

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

IDETEK, INC.

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

3. Nature of conveyance:

☐ Assignment☒ Merger*☐ Security Agreement☐ Change of Name*See paragraph "Third" of the attached documentExecution Date: December 20, 1996

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

Name: IDEXX LABORATORIES, INC.Address: One IDEXX DriveWestbrook, Maine 04092

Country (if other than USA):

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s)

B. Patent Nos. 5,358,851 and 5,384,262Additional numbers attached? ☐ Yes ☒ No

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

PENNIE & EDMONDS LLP
1155 Avenue of the Americas
New York, New York 100366. Number of applications and patents involved: 27. Total fee (37 CFR 3.41):.....\$ 40.00
Please charge to the deposit account listed in Section 8.8. Deposit account number:
16-115005/28/1998 JONAEAZZ 00000000 101100 000000
Sale Ref: 00000001 Date: 05/28/98
01 FD:581 00.00 00

DO NOT USE THIS SPACE

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.*Jennifer Gordon 30,753
Name of Person Signing Reg. No.

Signature

Jennifer GordonMay 12, 1998
DateBy: George C. Jen 39,239
Name of Person Signing Reg. No.

Signature

George C. Jen

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Total number of pages including cover sheet:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignment
Washington, D.C. 20231

PATENT

REEL: 9178 FRAME: 0644

PEDC-121438.1

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, 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:

"IDETEK, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "IDEXX LABORATORIES, INC." UNDER THE NAME OF "IDEXX LABORATORIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 1997, AT 8:30 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

2023825 8100M

971066792

AUTHENTICATION: 8352599

DATE: 02-28-97

PATENT

REEL: 9178 FRAME: 0645

CERTIFICATE OF OWNERSHIP AND MERGER**MERGING****IDETEK, INC.****WITH AND INTO****IDEXX LABORATORIES, INC.**

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

IDEXX LABORATORIES, INC., a Delaware corporation (the "Corporation"), does hereby certify:

- FIRST:** That the Corporation is incorporated pursuant to the General Corporation Law of the State of Delaware.
- SECOND:** That the Corporation owns more than ninety percent of the outstanding shares of each class of the capital stock of Idetek, Inc., a California corporation ("Idetek").
- THIRD:** That the Corporation by resolutions (a true copy of which is attached hereto as Exhibit A) of the Board of Directors duly adopted at a meeting held on December 17, 1996, determined, among other things, to merge Idetek with and into the Corporation upon the terms and subject to the conditions set forth in such resolutions (the "Merger"). Such resolutions have not been modified or rescinded and are in full force and effect on the date hereof.
- FOURTH:** That the name of the corporation surviving the merger (the "Surviving Corporation") is "IDEXX Laboratories, Inc."
- FIFTH:** That the Certificate of Incorporation of the Corporation shall be the Certificate of Incorporation of the Surviving Corporation.

SIXTH: That the Merger shall become effective upon the filing of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, IDEXX Laboratories, Inc. has caused this Certificate of Ownership and Merger to be executed in its corporate name by its Secretary, on the 20th day of December, 1996.

IDEXX LABORATORIES, INC.

By 

Name: Richard B. Thorp
Title: Secretary

EXHIBIT A
TO
CERTIFICATE OF OWNERSHIP AND MERGER
MERGING IDETEK, INC.
WITH AND INTO IDEXX LABORATORIES, INC.

CERTIFIED RESOLUTIONS
OF THE BOARD OF DIRECTORS OF
IDEXX LABORATORIES, INC.
(hereinafter referred to as
the "Company")

WHEREAS, the Board of Directors of the Company deems it advisable and in the best interests of the Company and its stockholders that the Company enter into and consummate a merger (the "Merger") of Idetek, Inc., a California corporation and wholly owned subsidiary of the Company ("Idetek"), with and into the Company;

NOW, THEREFORE, IT IS RESOLVED, that the Company be, and it hereby is, authorized and empowered to enter into and consummate the Merger, pursuant to which, among other things, (i) Idetek will be merged with and into the Company pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL") and Section 1108 of the General Corporation Law of the State of California (the "CGCL"); (ii) the name of the corporation surviving the Merger shall be "IDEXX Laboratories, Inc."; and (iii) the Certificate of Incorporation of the surviving corporation shall be the Certificate of Incorporation of the Company, each of such actions being hereby approved and adopted; and it is further

RESOLVED, that the Chief Executive Officer, President, any Vice President and Secretary of the Company be, and each of them acting singly hereby is, authorized, in the name and on behalf of the Company, to execute and file, or cause to be filed, an appropriate Certificate of Ownership and Merger to effect the Merger with the Secretary of State of the State of Delaware and the Secretary of State of the State of California in accordance with the DGCL and the CGCL, respectively, and to make, execute, deliver and file at the appropriate

time such other instruments and documents as may be necessary or desirable to consummate the Merger pursuant to the DGCL and the CGCL, respectively; and it is further

RESOLVED, that the Chief Executive Officer, President, any Vice President and Secretary of the Company be, and each of them acting singly hereby is, authorized and directed to take all such other actions, to cause to be prepared and filed all such documents, to make all expenditures (consistent with the existing policies of the Company) and to execute all instruments deemed by any of them to be necessary or appropriate for carrying out the intents and purposes of each and all of the foregoing resolutions; and that the performance of such acts by them shall be conclusive evidence of the approval thereof and the authority therefor by and from the Company; and it is further

RESOLVED, that any actions taken by any officer of the Company on or prior to the date of this meeting that are within the authority conferred by any of the foregoing resolutions be, and each of them hereby is, ratified, confirmed and approved in all respects as the acts and deeds of the Company.