



**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages** Enter the total number of pages of the attached conveyance document including any attachments. #

**Application Number(s) or Patent Number(s)**

Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

**Patent Application Number(s)**

**Patent Number(s)**

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.

Month Day Year

**Patent Cooperation Treaty (PCT)**

Enter PCT application number only if a U.S. Application Number has not been assigned.

PCT  PCT  PCT   
PCT  PCT  PCT

**Number of Properties**

Enter the total number of properties involved. #

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment:  
Deposit Account

Enclosed  Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

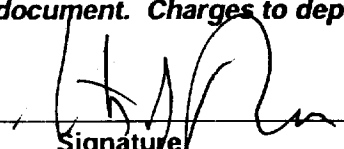
Authorization to charge additional fees: Yes  No

**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. Charges to deposit account are authorized, as indicated herein.

Stephen J. Tomassi, Esq.

Name of Person Signing

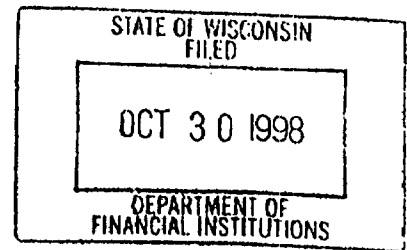
Signature 

Date

RECEIVED

OCT 29 1998

WISCONSIN  
DFI



**ARTICLES OF MERGER  
OF  
PINNACLE ACQUISITION CORPORATION  
WITH AND INTO  
PINNACLE PRODUCTS OF WISCONSIN, INC.**

THESE ARTICLES OF MERGER are made pursuant to Section 180.1105 of the Wisconsin Business Corporation Law on this 29th day of October, 1998 by and between Pinnacle Products of Wisconsin, Inc., a Wisconsin corporation ("Company"), and Pinnacle Acquisition Corporation, a Wisconsin corporation ("PAC").

**ARTICLE I**

**PLAN OF MERGER**

The Plan of Merger required by the Wisconsin Business Corporation Law is the Plan of Merger attached hereto as Schedule A and by reference made a part hereof with the same force and effect as if herein set forth in full.

**ARTICLE II**

**ADOPTION OF PLAN OF MERGER**

The Plan of Merger was adopted by the shareholder of each of Company and PAC in accordance with Section 180.1103 of the Wisconsin Business Corporation Law.

**ARTICLE III**

**EFFECTIVE TIME OF MERGER**

The Effective Time of the Merger shall be 11:59 p.m. Central Time on October 29, 1998.

IN WITNESS WHEREOF, each of the parties hereto have caused these Articles of Merger to be executed on its behalf on the day and year first above written.

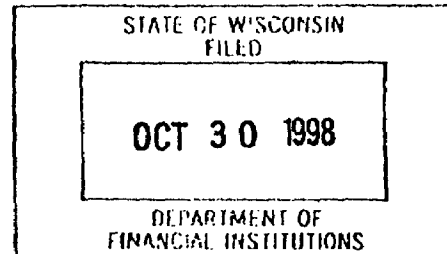
**PINNACLE ACQUISITION CORPORATION**

By: *R. Jeffrey Harris*  
R. Jeffrey Harris, Vice President and Secretary

**PINNACLE PRODUCTS OF WISCONSIN, INC.**

By: *Thomas A. Lansing*  
Thomas A. Lansing, President

This instrument was drafted by:  
Lisa A. Lyons  
Quarles & Brady LLP  
411 East Wisconsin Avenue  
Milwaukee, WI 53202-4497



**SCHEDULE A**

**PLAN OF MERGER**

**OF**

**PINNACLE ACQUISITION CORPORATION**

**WITH AND INTO**

**PINNACLE PRODUCTS OF WISCONSIN, INC.**

**THIS PLAN OF MERGER** (the "Plan of Merger") is made as of this 29th day of October, 1998 by and between Pinnacle Products of Wisconsin, Inc., a Wisconsin corporation ("Company"), and Pinnacle Acquisition Corporation, a Wisconsin corporation ("PAC").

**RECITALS**

**WHEREAS**, Company, PAC, Thomas A. Lansing and Sybron International Corporation, a Wisconsin corporation and the parent corporation of PAC ("Sybron"), have entered into an Agreement and Plan of Reorganization dated as of October 29, 1998 (the "Merger Agreement") providing for the merger of PAC with and into Company (the "Merger"), with Company to survive the Merger;

**WHEREAS**, the respective Boards of Directors of PAC and Company have determined that it is advisable and generally to the advantage and welfare of PAC and Company and the shareholder of each of PAC and Company that PAC be merged with and into Company on the terms and conditions set forth in this Plan of Merger; and

**WHEREAS**, the respective shareholder of each of PAC and Company, by resolutions duly adopted, have approved and adopted this Plan of Merger.

**NOW THEREFORE**, in consideration of the Recitals and of the mutual provisions, agreements and covenants herein contained, Company and PAC hereby agree as follows:

**ARTICLE I**

**CORPORATE EXISTENCE OF THE SURVIVING CORPORATION**

At the Effective Time of the Merger (as defined below), PAC shall be merged with and into Company and Company shall be the surviving corporation. The corporate identity, existence, purposes, powers, franchises, rights and immunities of Company (hereinafter sometimes referred to as the "Surviving Corporation") shall continue unaffected and unimpaired by the Merger and the

corporate identity, existence, purposes, powers, franchises, rights and immunities of PAC shall be merged into the Surviving Corporation and the Surviving Corporation shall be fully vested therewith. The separate existence of PAC, except insofar as otherwise specifically provided by law, shall cease at the Effective Time of the Merger whereupon PAC and the Surviving Corporation shall be and become one single corporation.

## ARTICLE II

### ARTICLES OF INCORPORATION OF SURVIVING CORPORATION

The Articles of Incorporation of PAC as in effect immediately prior to the Effective Time of the Merger in the form attached hereto as Exhibit A shall be the Articles of Incorporation of the Surviving Corporation.

## ARTICLE III

### BYLAWS OF SURVIVING CORPORATION

The Bylaws of PAC as in effect immediately prior to the Effective Time of the Merger shall be the Bylaws of the Surviving Corporation.

## ARTICLE IV

### DIRECTORS AND OFFICERS OF SURVIVING CORPORATION

The following persons shall be the officers and directors of the Surviving Corporation, to hold office as provided in the Bylaws of the Surviving Corporation.

#### Officers

Thomas A. Lansing -	President
Steven J. Semmelmayr -	Chief Executive Officer
Gregory D. Waller -	Vice President - Finance/Treasurer
John A. Trapani -	Secretary
R. Jeffrey Harris -	Assistant Secretary
John J. Buono -	Assistant Treasurer
Dennis Brown -	Assistant Treasurer

#### Directors

Steven J. Semmelmayr  
Peter Foster  
Gregory D. Waller  
Thomas A. Lansing

## ARTICLE V

### CONVERSION OF SHARES

(a) PAC Shares. At the Effective Time of the Merger, each issued and outstanding share of the capital stock of PAC shall, by virtue of the Merger and without any action on the part of the holder(s) thereof, be converted into one share of stock of the Surviving Corporation in exchange therefor.

(b) Company Shares. At the Effective Time of the Merger, each issued and outstanding share of common stock of the Company shall, by virtue of the Merger and without any action on the part of the holder thereof, be converted into 9,234.785 shares of common stock, par value \$0.01 per share, of Sybron in exchange therefor.

## ARTICLE VI

### EFFECT OF THE MERGER

The Merger shall have the effects set forth in Section 180.1106 of the Wisconsin Business Corporation Law.

## ARTICLE VII

### EFFECTIVE TIME OF THE MERGER

The Effective Time of the Merger shall be 11:59 p.m. Central Time on October 29, 1998.

## ARTICLE VIII

### FURTHER ASSURANCES

From time to time after the Effective Time of the Merger, upon the request of Company, and without further cost or expense to Company, there shall be executed and delivered such further instruments of conveyance, assignment, and transfer and there shall be taken such further action as Company may reasonably request in order to more effectively sell, assign, convey, transfer, reduce to possession, and record title to any of the properties of PAC or the PAC capital stock pursuant to the Merger.

ARTICLE IX

AMENDMENT OF ARTICLES OF INCORPORATION

Article I of the Company's Articles of Incorporation shall be amended to read as follows:

"The name of the corporation is Pinnacle Products, Inc."

ARTICLE X

MISCELLANEOUS

(a) No amendment, supplement, modification, waiver, or termination of this Plan of Merger shall be binding unless executed in writing by the parties to be bound thereby. No waiver of any of the provisions of this Plan of Merger shall be deemed or shall constitute a waiver of any other provision of this Plan of Merger whether or not similar, nor shall such waiver constitute a continuing waiver unless otherwise expressly provided.

(b) This Plan of Merger and the rights and obligations hereunder shall be governed by and construed in accordance with the laws of the State of Wisconsin.

(c) In order to facilitate the filing of this Plan of Merger, it may be executed in counterparts, each of which shall be deemed to be an original.

IN WITNESS WHEREOF, each of the parties hereto has caused this Plan of Merger to be executed on its behalf as of the day and year first above written.

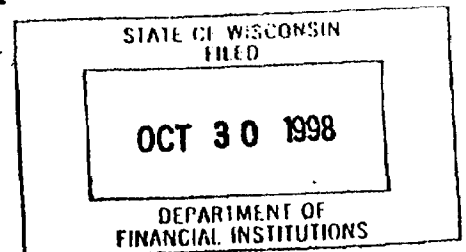
PINNACLE ACQUISITION CORPORATION

By: *R. Jeffrey Harris*  
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By: *Thomas A. Lansing*  
Thomas A. Lansing, President

This document was drafted by:  
Lisa A. Lyons  
Quarles & Brady LLP  
411 East Wisconsin Avenue  
Milwaukee, WI 53202-4497





November 12, 1998

Commissioner of Patents & Trademarks  
Box Assignments  
Washington, D.C. 20231

RE: Patent Assignment  
Pinnacle Products of Wisconsin, Inc. to Pinnacle Products, Inc.  
Sybron International DOCKET NO. A-98-7968

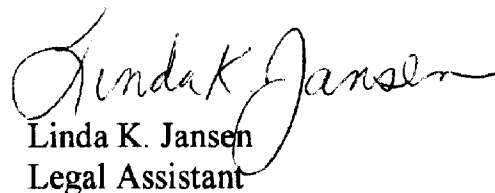
Dear Sir/Madam:

Enclosed please find an Assignment of Patent and Recordation Form Cover Sheet Patents Only in regard to the above captioned matter. Please record same and return the original recorded document directly to this office. Authorization is hereby granted to withdraw \$200.00 from Deposit Account 500300 regarding this matter. The patents affected by this Assignment are as follows:

PATENT	SYBRON DOCKET
08/881,654	DK98-9497
5,142,736	DK98-9498
5,201,654	DK98-9499
5,288,231	DK98-9500
5,302,124	DK98-9501

Thank you.

Sincerely,

  
Linda K. Jansen  
Legal Assistant

enclosures

PTASRCLR  
LJLJ.LTR

SYBRON INTERNATIONAL CORPORATION  
411 EAST WISCONSIN AVENUE, MILWAUKEE, WI 53202, 414-274-6600, FAX 414-274-6561  
NYSE SYMBOL: SYB

RECORDED: 11/16/1998

PATENT  
REEL: 9586 FRAME: 0730