

MRP 72-1-98

03-17-1999



100984827

To the Honorable Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

**CERTIFICATE OF EXPRESS MAILING**

I hereby certify that the attached Assignment Documents are being Deposited with the United States Postal Service, Express Mail Certificate No. **TB189343902US** on the ~~30th~~ day of November 1998, in an envelope addressed to the Honorable Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Joan A. Tarka

12-1-99

**PATENT RECORDATION FORM COVER SHEET**

**1. Name of Conveying Party:**

EG&G Power Systems, Inc., a California corporation having its mailing address at 1330 E.Cypress Street, Covina, CA 91724.

**2. Name and Address of Receiving Party:**

EG&G, Inc., a Massachusetts corporation having its mailing address at 45 William Street, Wellesley, MA 02481.

**3. Nature of Conveyance:**

Merger per Articles of Merger

**4. Patent Numbers:**

1. 5,038,263, Grant Date: August 6, 1991

**5. Name and Address of party to whom Correspondence concerning Documents should be Mailed:**

Joan A. Tarka, Esq.  
EG&G, Inc.  
45 William Street  
Wellesley, MA 02481  
(781) 431-4132

**6. Total Number of Patents and Patent Applications Involved:**

One (1) patent.

40E  
40.00 CP  
00000011 5038263  
12/03/1998 TT0011  
01 FF:561

**7. Total Fee (37 CFR 3.41):**

Forty dollars (\$40.00)

**8. Deposit Account Number:**

05-0560

**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.

Name: Joan A. Tarka

Signature: Joan A. Tarka

Date: 11/30/98

**10. Total Number of Pages Including Cover Sheet, Attachments and Documents: 2**

# The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

Examiner

## ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS (General Laws, Chapter 156B, Section 82)

We, Gregory L. Summe, \*President / ~~Vice President~~

and Murray Gross, \*Clerk / ~~Assistant Clerk~~

of ③ EG&G, Inc.  
(Exact name of corporation)

organized under the laws of Massachusetts and herein called the parent corporation,  
certify as follows:

1. That the subsidiary corporation(s) to be merged into the parent corporation is/are:

NAME	STATE OF ORGANIZATION	DATE OF ORGANIZATION
④ Vactec, Inc. <i>Not Reg.</i>	Missouri	12/1/59
④ EG&G Power Systems, Inc. <i>Not Reg.</i> <i>Call 5-2211</i>	California	12/30/88

**ENDORSED-FILED**  
In the office of the Secretary of State  
of the State of California

SEP 28 1998

**BILL JONES, Secretary of State**

2. The parent corporation, at the date of the vote, owned not less than ninety percent (90%) of the outstanding shares of each class of stock of the subsidiary corporation or corporations with which it has voted to merge.

Item 3 below may be deleted if all the corporations are organized under the laws of Massachusetts and if General Laws, Chapter 156B is applicable to them.

3. That in the case of each of the above named corporations, the laws of the state of its organization, if other than Massachusetts, permit the merger herein described, and that all action required under the laws of each such state in connection with this merger has been duly taken.

\*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.

③ 11/13/47 c

4. That at a meeting of the directors of the parent corporation, the following vote, pursuant to General Laws, Chapter 156B, Section 8L, Subsection (a) was duly adopted:

See attached Exhibit A

*Note: Votes, for which the space provided above is not sufficient, should be listed on additional sheets to be numbered 4A, 4B, etc. Additional sheets must be 8 1/2 x 11 and have a left hand margin of 1 inch. Only one side should be used.*

**PATENT**  
**REEL: 9808 FRAME: 0664**

EXHIBIT A

RESOLVED: That this Corporation merge into itself its wholly owned subsidiaries EG&G Power Systems, Inc. and Vactec, Inc.

FURTHER RESOLVED: That EG&G, Inc. does assume all obligations of EG&G Power Systems, Inc. and Vactec, Inc.

FURTHER RESOLVED: That this merger become effective upon the close of business on August 23, 1998.

FURTHER RESOLVED: That the officers of this Corporation are hereby authorized, in the name and on behalf of this Corporation to prepare, execute and deliver such documents and instruments in order to accomplish the merger of EG&G Power Systems, Inc. and Vactec, Inc. into EG&G, Inc. as they, in their sole discretion may determine to be necessary or desirable.

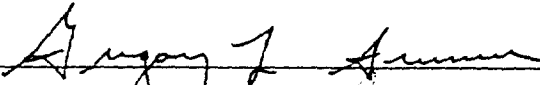
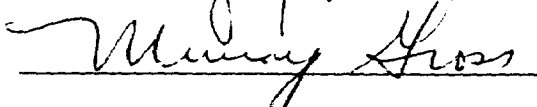
5. The effective date of the merger shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date, which shall not be more than *thirty days* after the date of filing:

Close of business - 8/23/98

~~Section 6 below may be deleted if the parent corporation is organized under the laws of Massachusetts.~~

~~6. The parent corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any corporation organized under the laws of Massachusetts with which it has merged, and any obligation hereafter incurred by the parent corporation, including the obligation created by General Laws, Chapter 156B, Section 82, Subsection (e), so long as any liability remains outstanding against the parent corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligations, including taxes, in the same manner as provided in Chapter 181.~~

SIGNED UNDER THE PENALTIES OF PERJURY, this 11th day of August, 1998,

, \*President / \*~~Vice President~~,  
, \*Clerk / \*~~Assistant Clerk~~

*\*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.*

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COPY

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS

(General Laws, Chapter 156B, Section 82)

93 AUG 18 1998

I hereby approve the within Articles of Merger of Parent and Subsidiary Corporations and, the filing fee in the amount of \$ 250 , having been paid, said articles are deemed to have been filed with me this 19th day of August, 19 98.

Effective date: 8/23/98

*William Francis Galvin*  
WILLIAM FRANCIS GALVIN  
Secretary of the Commonwealth

A TRUE COPY ATTEST  
*William Francis Galvin*  
WILLIAM FRANCIS GALVIN  
SECRETARY OF THE COMMONWEALTH  
9-11-98 SJD  
DATE \_\_\_\_\_ CLERK \_\_\_\_\_

TO BE FILLED IN BY CORPORATION  
Photocopy of document to be sent to:

Legal Department - EG&G, Inc.  
\_\_\_\_\_  
45 William Street  
\_\_\_\_\_  
Wellesley, MA 02481  
\_\_\_\_\_  
Telephone: 781-431-4132

