	Docket No.: 275/00101-2
FORM PTO-1595 (Modified) (Rev. 6-93) RECOF OMB No. 0651-0011 (exp. 4/94) MUU Copyright 1996-97 LegalStar 114,00 P08A/REV02 ▼ Tab settings ◆ ◆ ◆ ▼	U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office
	rks: Please record the attached original documents or copy thereof.
1. Name of conveying party(ies): Galileo Corporation Additional names(s) of conveying party(ies) attached?	2. Name and address of receiving party(ies): Name: NetOptix Corporation Address: Sturbridge Business Park P.O. Box 550
3. Nature of conveyance:	
Assignment D Merger	
Security Agreement Security Agreement	City: Sturbridge State/Prov.: MA
Other	Country: U.S.A. ZIP: 01566
Execution Date:	Additional name(s) & address(es) attached? 🛛 Yes 🗷 No
Patent Application No. Filing date	B. Patent No.(s) 5,136,677 5,028,105 5,618217 5,544,772 5,568,013 5,569,355
5. Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and patents involved:
Name: John P. DeLuca	7. Total fee (37 CFR 3.41):\$ 240.00
Registration No. 25,505 Address: Watson Cole Grindle Watson	Enclosed - Any excess or insufficiency should be credited or debited to deposit account
1400 K Street, N.W.	Authorized to be charged to deposit account
10th Floor City: Washington State/Prov.: DC Country: USA ZIP: 20005-2477 1/28/2000 DHGUYEN 00000020 5136677 1	8. Deposit account number: 23-0575
	NOT USE THIS SPACE
9. Statement and signature.	formation is true and correct and any attached copy is a true copy January 14, 2000
Name of Person Signing	Signature Date
	PATENT REEL: 010499 FRAME: 0365

FAX NO.

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:

"NETOPTIX CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "GALILEO CORPORATION" UNDER THE NAME OF "NETOPTIX CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF SEPTEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 1999.

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



Edward J. Freel, Secretary of State

AUTHENTICATION: 9978247 DATE: 09-20-99

PATENT REEL: 010499 FRAME: 0366

0794892 B100M

991391920

Certificate of Ownership and Merger

of

NetOptix Corporation (a Delaware Corporation)

into

Galileo Corporation (a Delaware Corporation)

Under Section 253 of the Delaware General Corporation Law

It is hereby certified that:

I. Galileo Corporation, a Delaware corporation (hereinafter sometimes referred to as the "Corporation"), is a business corporation of the State of Delaware.

2. The Corporation is the owner of all of the outstanding shares of the stock of NetOptix Corporation, which is also a business corporation of the State of Delaware.

3. On August 20, 1999, the board of Directors of the Corporation adopted the following resolutions to merge NetOptix Corporation into the Corporation pursuant to Section 253 of the Delaware General Corporation Law:

- RESOLVED: That NetOptix Corporation be merged into this Corporation, its sole stockholder, pursuant to Section 253 of the Delaware General Corporation Law, and that all of the estate, property, rights, privileges, powers and franchises of NetOptix Corporation be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by NetOptix Corporation in its name.
- <u>RESOLVED</u>: That this Corporation shall assume all of the obligations of NetOptix Corporation.
- <u>RESOLVED</u>: That this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction.
- <u>RESOLVED</u>: That this Corporation shall change its corporate name to NetOptix Corporation.

PATENT REEL: 010499 FRAME: 0367

- That the effective time of the Certificate of Ownership and Merger setting RESOLVED: forth a copy of these resolutions, and the time when the merger therein provided for, shall become effective shall be on September 30, 1999.
- That any officer of the Corporation be, and hereby is, authorized to RESOLVED: execute and deliver any and all documents and to take any and all other action as such officer shall deem appropriate to effectuate the purpose of this resolution; and any and all documents and agreements heretofore executed and acts heretofore done to effectuate the purpose of this resolution are hereby in all respects ratified, confirmed and approved as the act or acts of the Corporation.

I, THE UNDERSIGNED, being the Secretary of the Corporation, hereby declare, under penalties of perjury, that this is the act and deed of the Corporation and the facts herein stated are true, and accordingly, I have executed this Certificate of Ownership and Merger as of the $\frac{1744}{1000}$ day of September, 1999.

Galilco Corporation, a Delaware corporation

By: <u>Kesef (1)</u>, <u>Rokus</u> Josef W. Rokus, Secretary

PM8_49623/12FZ021 DOC/SCOOPER

- 2 -