

08-16-2000

PATENT

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Document ID#

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Conveyance Type

Assignment Security Agreement

License Change of Name

Merger Other

U.S. Government
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Departmental File Secret File

Conveying Party(ies)

Mark if additional names of conveying parties attached

Name (line 1) Execution Date
Month Day Year
03312000

Name (line 2)

Second Party
Name (line 1) Execution Date
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08/15/2000 NTHA11 00000157 4383842
01 FC:581 320.00 OP

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Name

Address (line 1)

Address (line 2)

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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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="4383842"/>	<input type="text" value="4462814"/>	<input type="text" value="5787940"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="4444576"/>	<input type="text" value="4717408"/>	<input type="text" value="RE32600"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="4451274"/>	<input type="text" value="5345772"/>	<input type="text"/>

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

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Number of Properties **Enter the total number of properties involved.** #

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

Method of Payment: **Enclosed** **Deposit Account**


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.

Richard P. Crowley  July 19, 2000

Name of Person Signing **Signature** **Date**

105-107549

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF *CONSOLIDATION / *MERGER
(General Laws, Chapter 156B, Section 79)

69997A

SECRETARY OF THE
COMMONWEALTH

00 MAR 31 PM 12:47

CORPORATION DIVISION

I hereby approve the within Articles of *Consolidation / *Merger and,
the filing fee in the amount of \$ 250 , having been paid.
said articles are deemed to have been filed with me this 31st
day of March 2000.

Effective date _____

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

A TRUE COPY ATTEST

WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 6/22/00 CLERK MMK

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

CT Corporation
101 Federal St
Boston, MA 02110

Telephone _____

Process Systems International, Inc. Chart Inc.

FEDERAL IDENTIFICATION NO. 04-3126695

FEDERAL IDENTIFICATION NO. 41-1396485

(M)

(S)

N/K (press)

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

081

ARTICLES OF ~~RECONSOLIDATION~~ / *MERGER (General Laws, Chapter 156B, Section 79)

~~Reconsolidation~~ *merger of

(M)

Process Systems International, Inc.
a Massachusetts corporation

Chart Inc. (Not Reg. in Mass)

the constituent corporations, into

Chart Inc.

~~Reconsolidation~~ / *one of the constituent corporations organized under the laws of: Delaware

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of ~~reconsolidation~~ *merger has been duly adopted in compliance with the requirements of General Laws, Chapter 156B, Section 79, and will be kept as provided by Subsection (c) thereof. The ~~reconsolidating~~ / *surviving corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.

2. The effective date of the ~~reconsolidation~~ *merger determined pursuant to the agreement of ~~reconsolidating~~ / *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:

3. (For a merger)

**The following amendments to the Articles of Organization of the surviving corporation have been effected pursuant to the agreement of merger

NONE

(For a consolidation)

(a) The purpose of the resulting corporation is to engage in the following business activities:

*Delete the inapplicable words

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet as long as each article requiring each addition is clearly indicated

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R.A.

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(For a consolidation)

(b) ~~State the total~~ number of shares and the par value, if any, of each class of stock which the *resulting* corporation is authorized to issue:

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

******(c) If more than one class of stock is authorized, state a distinguishing designation for each class and provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of each class and of each series then established.

******(d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:

******(e) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

Item 4 below may be deleted if the resulting/surviving corporation is organized under the laws of a state other than Massachusetts.

~~4. The information contained in Item 4 is not a permanent part of the Articles of Organization of the resulting/surviving corporation.~~

~~(a) The street address of the resulting/surviving corporation: in Massachusetts its post office boxes are not acceptable.~~

******If there are no provisions state "None"

(b) The name, residential address and post office address of each director and officer of the *resulting / *surviving corporation is:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:			
Treasurer:			
Clerk:			
Directors:			

(c) The fiscal year end (i.e. tax year) of the *resulting / *surviving corporation shall end on the last day of the month of:

(d) The name and business address of the resident agent, if any, of the *resulting / *surviving corporation is:

Item 5 below may be deleted if the resulting/surviving corporation is organized under the laws of Massachusetts.

5. The ~~resulting~~ / *surviving corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any constituent Massachusetts corporation, any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the ~~resulting~~ / *surviving corporation, including the obligation created by General Laws, Chapter 156B, Section 85, so long as any liability remains outstanding against the 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 obligation, including taxes, in the same manner as provided in Chapter 181.

FOR MASSACHUSETTS CORPORATIONS

The undersigned *President / ~~XXXXXX~~ and ~~XXXXXX~~ / *Assistant Clerk of Process Systems International, Inc. a corporation organized under the laws of Massachusetts, further state under the penalties of perjury that the agreement of ~~XXXXXX~~ merger has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 78.

James R. Sadowski _____ *President / ~~XXXXXX~~

John T. Romain _____ ~~XXXXXX~~ / *Assistant Clerk

FOR CORPORATIONS ORGANIZED IN A STATE OTHER THAN MASSACHUSETTS

The undersigned, † President and † Assistant Secretary of Chart Inc., a corporation organized under the laws of Delaware, further state under the penalties of perjury that the agreement of ~~XXXXXX~~

*merger has been duly adopted by such corporation in the manner required by the laws of Delaware

*Delete the inapplicable words.
†Specify the officer having powers and duties corresponding to those of the president or vice president of a Massachusetts corporation organized under General Laws, Chapter 156B
††Specify the officer having powers and duties corresponding to the clerk or assistant clerk of such a Massachusetts corporation

James R. Sadowski _____
James R. Sadowski, President
John T. Romain _____
John T. Romain, Assistant Secretary

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