

04-13-2001



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Docket No.: EGG-151J

FORM PTO-1595 (Modified)  
(Rev. 6-93)  
OMB No. 0651-0011 (exp. 4/94)  
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P08/REV02

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

**PATENTS ONLY**

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

## 1. Name of conveying party(ies):

**EG&G, Inc.**

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

Name: **PerkinElmer, Inc.**

Internal Address:

Additional names(s) of conveying party(ies) ☐ Yes ☒ No

## 3. Nature of conveyance:

- ☐ Assignment ☐ Merger  
☐ Security Agreement ☒ Change of Name  
☐ Other

Execution Date: **September 10, 1999**Street Address: **45 William Street**City: **Wellesley** State: **MA** ZIP: **02481**Additional name(s) & address(es) attached? ☐ Yes ☒ No

## 4. Application number(s) or registration numbers(s):

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

## A. Patent Application No.(s)

**09/286,522** filed: **Apr-6-1999**

## B. Patent No.(s)

Additional numbers attached? ☐ Yes ☒ No

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

## 6. Total number of applications and patents involved:

**1**Name: **Iandiorio & Teska**7. Total fee (37 CFR 3.41):.....\$ **40.00**

Internal Address:

☒ Enclosed - Any excess or insufficiency should be credited or debited to deposit account

04/13/2001 GTDN11 00000115 09286522

01 FC:581 40.00 OP

☐ Authorized to be charged to deposit accountStreet Address: **260 Bear Hill Road**

## 8. Deposit account number:

**09-0002**City: **Waltham** State: **MA** ZIP: **02451**

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.***Kirk Teska****March 30, 2001**

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document:

**9**

**PATENT**  
**REEL: 011661 FRAME: 0368**

# 79105

## THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT  
(General Laws, Chapter 156B, Section 72)

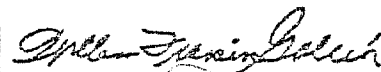
I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ 100.00 having been paid, said articles are deemed to have been filed with me this 25<sup>th</sup> day of October 19 99.

Effective date: \_\_\_\_\_



WILLIAM FRANCIS GALVIN  
*Secretary of the Commonwealth*

A TRUE COPY ATTEST



WILLIAM FRANCIS GALVIN  
SECRETARY OF THE COMMONWEALTH

DATE \_\_\_\_\_ CLERK \_\_\_\_\_

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

Hal J. Leibowitz, Esq. c/o Hale and Dorr LLP

60 State Street

Boston, MA 02109

SECRETARY OF  
THE COMMONWEALTH  
99 OCT 25 AM 9:51

073084

Examiner

## The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

02/I

ARTICLES OF AMENDMENT  
(General Laws, Chapter 156B, Section 72)

Name

Approved

We, Gregory L. Summe, President / ~~XXXX President~~and Terrance L. Carlson, Clerk / ~~Assistant Clerk~~of EG&G, Inc.  
(Exact name of corporation)located at 45 William Street, Wellesley, MA 02481  
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

1

(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on September 10, 19 99, by vote of:35,749,479 shares of Common Stock of 45,854,647 shares outstanding,  
(type, class & series, if any)       shares of        of        shares outstanding, and  
(type, class & series, if any)       shares of        of        shares outstanding,  
(type, class & series, if any)C  
P  
M  
R.A.☒  
☐  
☐  
☐  
☐

1\*\*being at least a majority of each type, class or series outstanding and entitled to vote thereon: / or 2\*\*being at least two-thirds of each type, class or series outstanding and entitled to vote thereon and of each type, class or series of stock whose rights are adversely affected thereby:

The name of the Corporation is  
PerkinElmer, Inc.

\*Delete the inapplicable words.

\*\*Delete the inapplicable clause.

1 For amendments adopted pursuant to Chapter 156B, Section 70.

2 For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of 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 so long as each article requiring each addition is clearly indicated.

P.C.

PATENT

REEL: 011661 FRAME: 0370

September 7 1999

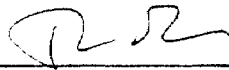
Massachusetts Secretary of State's Office  
Corporations Division  
One Ashburton Place  
17th Floor  
Boston, MA 02108

RE: Consent of Use of Name

Dear Sir or Madam:

The undersigned, The Perkin Elmer Corporation hereby consents to the use of the name PerkinElmer, Inc. by PerkinElmer, Inc. a Massachusetts Corporation formerly known as EG&G, Inc. in the Commonwealth of Massachusetts.

THE PERKIN ELMER CORPORATION



By: Thomas P. Livingston  
Its: ASSISTANT SECRETARY

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a *later* effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: \_\_\_\_\_

SIGNED UNDER THE PENALTIES OF PERJURY, this 25TH day of OCTOBER, 19 99.

Gregory L. Summe Gregory L. Summe, "President / ~~XXXXXXXXXX~~

Terrance L. Carlson Terrance L. Carlson, "Clerk / ~~XXXXXXXXXX~~

\*Delete the inapplicable words.

**EG&G, Inc.**  
**Board of Directors Meeting - July 20, 1999**

A meeting of the Board of Directors of EG&G, Inc., was held at the Corporate Headquarters of the Company, 45 William Street, Wellesley, Massachusetts on Tuesday, July 20, 1999 pursuant to notice, a copy of which is recorded with the minutes of this meeting. All Directors were present with the exception of Mr. Lopardo. Also in attendance were Messrs. Robert F. Friel, Senior Vice President and Chief Financial Officer and Mr. Terrance Carlson, Senior Vice President, General Counsel and Clerk.

**Call to Order.** Mr. Summe, the Chairman and Chief Executive Officer, presiding, called the meeting to order and asked Mr. Carlson to keep the minutes.

**Approval of Minutes of Prior Meeting.** The Minutes of the May 20, 1999 Meeting of Directors were presented to the Directors. Upon motion duly made and seconded, it was

**RESOLVED:** That, the Minutes of the meeting of the Board of Directors on May 20, 1999 be accepted as presented.

**Presentations.** The meeting next turned to a presentation by Mr. Summe and a financial presentation by Mr. Friel.

**Resolution for Corporate Name Change to PerkinElmer, Inc.** The meeting next turned to a discussion of a proposal to change the name of the Corporate to PerkinElmer, Inc. Upon motion duly made and seconded, it was

**RESOLVED:** That Article 1 of the Restated Articles of Organization of the Corporation be deleted in its entirety and that the following be inserted in lieu thereof:

ARTICLE 1. The name of the corporation is:

**PerkinElmer, Inc.**

**RESOLVED:** That the foregoing amendment to the Corporation's Restated Articles of Organization (the "Amendment") be submitted to the stockholders of the Corporation for their approval at a special meeting of stockholders (the "Special Meeting") to be held on September 10, 1999 at 9:00 a.m. at the Sheraton Needham Hotel, Needham, Massachusetts or on such other date, or at such other

time or at such other location as the Clerk of the Corporation may determine to be in the best interest of the Corporation.

**RESOLVED:** That the Board of Directors recommends that the stockholders of the Corporation vote in favor of the Amendment at the Special Meeting.

**RESOLVED:** That Robert F. Friel and Terrance L. Carlson, and each of them acting singly with full power of substitution, hereby are appointed proxies with respect to the proxy to be solicited by and on behalf of the Board of Directors of the Corporation in connection with the Special Meeting, and that such proxies are hereby instructed to vote for the Amendment, if no instructions are given in the proxy, and in their discretion to vote on any other matter which may properly come before the Special Meeting or any adjournment thereof.

**RESOLVED:** That the record date for determining the holders of Common Stock eligible to vote at the Special Meeting shall be August 2 or such other date as the Chairman and the Clerk of the Corporation may determine to be in the best interest of the Corporation.

**RESOLVED:** That the Clerk of the Corporation be and hereby is authorized to retain a proxy solicitor to act for the Corporation in connection with the Special Meeting; and that the executive officers of the Corporation be, and each of them hereby is, authorized to negotiate, execute and deliver, in the name of and on behalf of the Corporation, one or more agreements for purposes of proxy solicitation, the execution and delivery thereof to be conclusive evidence of his or her approval and authority hereunder.

**RESOLVED:** That, subject to stockholder approval of the Amendment, the Chairman and the Clerk of the Corporation be and hereby are authorized to execute and file with the Massachusetts Secretary of State Articles of Amendment to the Restated Articles of Organization in order to effect the change of name of the Corporation, which shall be effective as of the date of filing said Articles.

**RESOLVED:** That, subject to stockholder approval of the Amendment, the executive officers of the Corporation be and hereby are authorized, acting singly, to adopt the form of stock certificate for the Corporation's Common Stock, \$1 par value per share, and to attach a copy of such form of certificate to the

minutes of the meeting reflecting the actions taken by these resolutions.

**RESOLVED:** That, subject to stockholder approval of the Amendment, the Clerk of the Corporation be and hereby is authorized to adopt a new corporate seal of the Corporation and to affix an impression of such seal in the margin.

**RESOLVED:** That the executive officers of the Corporation are each hereby authorized and directed to take any and all actions, and to execute and deliver any and all documents, agreements, certificates and instruments, on behalf of the Corporation, as they or any of them deem necessary or advisable in order to carry out the purpose and intent of, and to consummate any and all of the transactions contemplated by, any of the foregoing votes, the taking of such actions, or the execution and delivery of any such documents, agreements, certificates and instruments, to be conclusive evidence of such executive officer's determination and authority to act for or on behalf of the Corporation.

**RESOLVED:** That the executive officers of the Corporation are each hereby authorized, acting individually, to take any and all actions, and to execute and deliver any and all documents, on behalf of the Corporation, as they or any of them consider to be necessary or advisable in order to effect a sale or other disposition of all or any part of the businesses of the Corporation operating under the "Berthold" name, in one or more transactions, the taking of such actions or the execution and delivery of such documents to be conclusive evidence of such executive officer's determination and authority to so act on behalf of the Corporation.

**Election of Gregory D. Perry as Vice President and Treasurer.** Upon motion duly made and seconded, it was

**RESOLVED:** :That effective June 23, 1999 Gregory Perry be and hereby is elected Vice President and Treasurer of the Corporation, with the title Vice President, Control and Treasury.

**Declaration of Dividend.**

**RESOLVED:** That pursuant to the Dividend Policy of this Corporation established at the meeting of Directors on January 26, 1977, a dividend of \$.14 per share on the Common Stock of this Corporation be, and the same hereby is declared payable on November 10, 1999 to stockholders of record as of the close of



business October 22, 1999 and that the Treasurer be and hereby is authorized and instructed to cause the payment of such dividend.

**Presentations.** The meeting next turned to strategy presentations presented by Mr. Summe on behalf of the Corporation, Mr. Klemets on behalf of Life Sciences, Mr. Engel on behalf of Optoelectronics, Mr. Rosenthal on behalf of Instruments and Mr. Barrett on behalf of Engineered Products.

The Directors met in Executive Session immediately after this meeting.

**Adjournment.** There being no further business to come before the meeting, upon motion duly made and seconded, it was

**RESOLVED:** To adjourn

Adjourned

A true record



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Terrance L. Carlson, Clerk