

FORM PTO-1595 (modified)

(Rev 6-93)

R

06-21-2001



U.S. DEPARTMENT OF COMMERCE

3 SHEET

Patent and Trademark Office

To the Director of the United States P.

101755042

the attached original documents or copies thereof.

1. Name of conveying parties:

6-17-01

Nicolet Instrument Corporation
5225 Verona Road
Madison, WI 53711-4495

2. Name and address of receiving party:

Thermo Optek Corporation
5225 Verona Road
Madison, Wisconsin 53711-4495

Additional conveying party(ies) NO

3. Nature of conveyance:

Merger

Execution Date:

December 26, 2000

Additional name(s) & address(es) attached? NO

4. Application number(s) or patent number(s):

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

A. Patent Application Number(s):

See Attachment A.

B. Patent Number(s):

See Attachment A.

Additional numbers attached? YES

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

Harry C. Engstrom
FOLEY & LARDNER
150 East Gilman Street
P.O. Box 1497
Madison, Wisconsin 53701-1497

6. Total number of applications/patents involved: 28

7. Total fee (37 C.F.R. § 3.41): \$1,120.00

☒ Check Enclosed

Charge to deposit account

8. Deposit account number: 06-1447

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. The Commissioner is hereby authorized to charge any additional recordation fees which may be required in this matter to the above-identified deposit account.

Harry C. Engstrom

Name of person signing

Signature

6/14/01

Date

Total number of pages including cover sheet, attachments, and document: 6

Recordation Form Cover Sheet
PATENTS ONLY

4. Application number(s) or patent number(s):

Patent Application Numbers:

Patent Number(s):

09/788,855

4,573,794

09/778,485

4,588,893

4,632,553

4,786,169

4,799,001

4,844,614

4,847,878

4,914,297

4,915,502

4,959,867

4,991,961

5,045,703

5,086,619

5,107,366

5,133,598

5,150,172

5,153,675

5,227,631

5,239,361

5,247,343

5,276,545

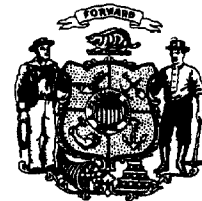
5,291,022

5,379,770

5,436,454

5,883,712

5,896,197



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that the annexed copy has been compared with the document on file in the Corporation Section of the Division of Corporate & Consumer Services of this department, and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed the official seal
of the Department.

A handwritten signature in black ink, appearing to read "Ray Allen".

RAY ALLEN, Administrator
Division of Corporate & Consumer Services
Department of Financial Institutions

DATE: APR 3 2001

BY:

A handwritten signature in black ink, appearing to be a stylized "R" or "A".

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

ARTICLES OF MERGER – DOMESTIC AND FOREIGN FOR-PROFIT CORPORATIONS

A. Name and state of incorporation of the merging (**non-surviving**) corporation(s):

Name: Nicolet Instrument Corporation 01 NO24600	State of Incorporation: Wisconsin
Name:	State of Incorporation:

B. Name (prior to any amendment in the Plan of Merger to change the name) and state of incorporation of the **surviving** corporation:

Name: Thermo Optek Corporation NR	State of Incorporation: Delaware
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DEC 28 12:00PM

C. The adopted Plan of Merger (the "Plan") is attached as Exhibit A.

#. A

156906 DCORP 50

50.00

D. The Plan was approved by each foreign corporation that is a party to the merger in accordance with the laws of the state under which it was incorporated, and by each domestic corporation that is a party to the merger in accordance with (*select and (X) mark one of the following*)

() Sec. 180.1103, Wis. Stats.

OR

(x) Sec. 180.1104, Wis. Stats.

E. (OPTIONAL) These articles of merger, when filed, shall be effective (*See instructions. Select, complete and (X) mark one of the following*)

DEC 28 12:00PM

#. B

(x) At the time and date set by sec.
180.0123(1), Wis. Stats.

OR

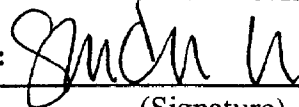
() as of 156906 EXPED 25
(date)

25.00

F. Executed on 12/26/00 (date) by the surviving corporation on behalf of all parties to the merger.

THERMO OPTEK CORPORATION

By:



(Signature)

Sandra L. Lambert, Secretary

(Printed Name)

Title: () President (x) Secretary
or other officer title _____

This document was drafted by Janet M. Davenport
(Name the individual who drafted the document)

DFI/CORP/61 (R9/00) Use of this form is voluntary.

00 DEC 28 PM 1:45

STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS

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Exhibit A - PLAN OF MERGER

I. Name and state of incorporation of the merging (**non-surviving**) corporation(s):

Name: Nicolet Instrument Corporation	State of Incorporation: Wisconsin
Name:	State of Incorporation:

II. Name (prior to any amendment in the Plan of Merger to change the name) and state of incorporation of the **surviving** corporation:

Name: Thermo Optek Corporation	State of Incorporation: Delaware
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III. State the terms and conditions of the merger:

Thermo Optek Corporation owns all of the outstanding shares of stock of Nicolet Instrument Corporation, which consists of 1,000 shares of Common Stock, \$1.00 par value per share. This merger was approved by the Board of Directors of Thermo Optek Corporation on December 19, 2000 and by the sole stockholder and the Board of Directors of Nicolet Instrument Corporation on December 19, 2000.

IV. State the manner and basis of converting the shares of each non-surviving corporation:

- (A) into shares, obligations or other securities of the surviving (or any other) corporation; or
(B) into cash or other property, in whole or part:

At the Effective Time of the Merger all issued and outstanding shares of the capital stock of Nicolet Instrument Corporation shall automatically and by operation of law be extinguished and cancelled and all certificates evidencing ownership of such shares shall be void and of no effect, and all issued and outstanding shares of capital stock of the Surviving Corporation shall remain issued and outstanding.

V. State any amendments to the surviving **domestic** corporation's articles of incorporation (see items B and C of the instructions):

None.

VI. State any other provisions:

INSTRUCTIONS (Ref. sec. 180.1101, 1105 and 180.1107, Wis. Stats. for document content)

Submit one original and one exact copy to Dept. of Financial Institutions, P O Box 7846, Madison WI, 53707-7846, together with a **FILING FEE of \$50.00 or more**, payable to the department. (If sent by Express or Priority U.S. mail, address to 345 W. Washington Ave., 3rd Floor, Madison WI, 53703). This document can be made available in alternate formats upon request to qualifying individuals with disabilities. The original must include an original manual signature, per sec. 180.0120(3)(c), Wis. Stats. Upon filing, the information in this document becomes public and might be used for purposes other than that for which it was originally furnished. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 608-266-8818 for TDY.

DFI/CORP/61(R9/00)

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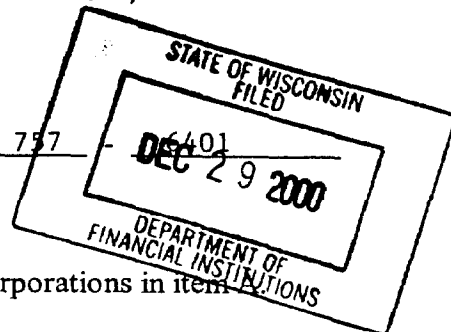
ARTICLES OF MERGER – Domestic and
Foreign, For-Profit Corporations

50.00
25.00
75.00

+ Team One
CT Corporation System
101 Federal Street
Boston, MA 02109

NICOLET INSTRUMENT CORPORATION
01 N024600
into
Unlicensed Fgn Corp (Survivor)

+
> Your **name, return address and phone number** during the day: (617) 757 - 6401



INSTRUCTIONS (Continued)

- A. Enter the name and state of incorporation of the merging (non-surviving) corporations in item I.
- B. Enter the name and state of incorporation of the surviving corporation in item B. If the Plan of Merger includes an amendment changing the name of the survivor, state the name prior to giving effect to the amendment.
- C. **PLAN OF MERGER:** Supply the **Plan of Merger** as Exhibit A to the articles of merger. The plan of merger must contain all the information asked for in items I thru IV. If the plan includes an amendment to the articles of incorporation of the surviving domestic corporation's, enter the amendment in item V.
- D. In item D, indicate the statutory provision under which the Plan of Merger was approved with respect to the domestic corporation. Sec. 180.1103 generally requires that a merger be approved by the (voting) shareholders and directors of each domestic corporation that is a party to the merger. Sec. 180.1104 refers to parent-subsidary mergers. Review, select and mark (X) the applicable statutory reference.
- E. The effective date of the merger will be set by the provisions of sec. 180.0123(1), Wis. Stats., unless the articles declare a delayed effective date. Such delayed effective date must be within 90 days after the date the articles are received by the department for filing. There is no provision for declaring an effective date earlier than the date the articles of merger are received by the department for filing.
- F. Enter the date of execution and the name and title of the person signing the document. The document must be signed by one of the following: An **officer** of the corporation (or incorporator if directors have not been elected), or a court-appointed receiver, trustee or fiduciary. A director is **not** empowered to sign.

If the document is executed in Wisconsin, sec. 182.01(3) provides that it shall not be filed unless the name of the person (individual) who drafted it is printed, typewritten or stamped thereon in a legible manner. If the document is not executed in Wisconsin, enter that remark.

FILING FEE - Fee is **\$50.00** for **each** domestic and licensed foreign corporation that is a party to the merger. If the articles of merger include an amendment to increase the authorized shares of the surviving domestic corporation, an additional fee may be due. **Add one cent** for each share the survivor will have authorized after the merger, **less a credit** at the same rate for each share presently authorized by each domestic corporation that is a party to the merger.

DFI/CORP/611(R9/00)

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