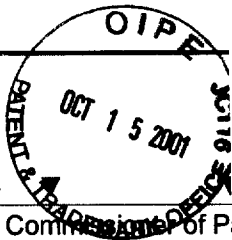


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10-23-2001



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Docket No.: P02804-C1

EET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

10-15-01

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

1. Name of conveying party(ies):

**Bausch & Lomb Surgical, Inc.**

Additional names(s) of conveying party(ies)

☐ Yes ☒ No

3. Nature of conveyance:

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

Execution Date: **March 31, 2001**

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

Name: **Bausch & Lomb Incorporated**

Address: **One Bausch & Lomb Place**

City: **Rochester** State/Prov.: **NY**

Country: \_\_\_\_\_ ZIP: **14604-2701**

Additional name(s) & address(es)

☐ 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: \_\_\_\_\_

Patent Application No.

Filing date

B. Patent No.(s)

**09/209,552**

Additional numbers

☐ Yes ☒ No

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

Name: **Rita D. Vacca**

Registration No. **33,624**

Address: **One Bausch & Lomb Place**

City: **Rochester** State/Prov.: **NY**

Country: \_\_\_\_\_ ZIP: **14604-2701**

6. Total number of applications and patents involved: **1**

7. Total fee (37 CFR 3.41):.....\$ **40.00**

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

8. Deposit account number:

**02-1425**

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.

**Rita D. Vacca**

Name of Person Signing

*Rita D. Vacca*

Signature

Reg. No 33,624

**October 11, 2001**

Date

**6**

Total number of pages including cover sheet, attachments, and

**PATENT**  
**REEL: 012261 FRAME: 0781**

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, HARRIET SMITH WINDSOR, 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:

"BAUSCH & LOMB SURGICAL, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "BAUSCH & LOMB INCORPORATED" UNDER THE NAME OF  
"BAUSCH & LOMB INCORPORATED", A CORPORATION ORGANIZED AND  
EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED  
AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF MARCH, A.D.  
2001, AT 12:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF  
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY  
OF MARCH, A.D. 2001.

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

3374975 8100M

010156106



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 1054881

DATE: 03-30-01

PATENT  
REEL: 012261 FRAME: 0782

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 12:30 PM 03/29/2001  
010156106 - 2089230

CT CORPORATION SYSTEM

412 281 5212 P.02/02

**CERTIFICATE OF OWNERSHIP AND MERGER  
MERGING  
BAUSCH & LOMB SURGICAL, INC.  
INTO  
BAUSCH & LOMB INCORPORATED**

Bausch & Lomb Incorporated ("Bausch & Lomb"), a corporation organized and existing under the laws of New York does hereby certify:

**FIRST:** That Bausch & Lomb was incorporated on March 20, 1908 pursuant to the Business Corporation Law of the State of New York, the provisions of which permit the merger of a subsidiary corporation of another state into a parent corporation.

**SECOND:** That Bausch & Lomb owns all of the outstanding shares of Common Stock of Bausch & Lomb Surgical, Inc. ("Bausch & Lomb Surgical"), a corporation incorporated on April 24, 1986, pursuant to the Delaware General Corporation Law of the State of Delaware

**THIRD:** That Bausch & Lomb, by the following resolutions of the Executive Committee of its Board of Directors duly adopted at a meeting held on March 27, 2001, determined to merge into itself said Bausch & Lomb Surgical:

**RESOLVED:** That Bausch & Lomb merge, and it hereby does merge into itself Bausch & Lomb Surgical and assumes all of its obligations; and further


**RESOLVED:** That the merger shall be effective on March 31<sup>st</sup>, 2001.

**FOURTH:** That this corporation survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Bausch & Lomb Surgical as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of Title 8 of the Delaware Code, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is Bausch & Lomb Incorporated, One Bausch & Lomb Place, Rochester New York 14604-2701, until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made personally by delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to Bausch & Lomb at the above address.

**FIFTH:** Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of Bausch & Lomb at any time prior to the time that this merger being filed with the Secretary of State becomes effective.

IN WITNESS WHEREOF, Bausch & Lomb has caused this Certificate to be signed by its Senior Vice President on this 27<sup>th</sup> day of March, 2001.

BAUSCH & LOMB INCORPORATED

By   
Robert B. Stiles  
Senior Vice President

State of New York }  
Department of State } ss:

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

APR 03 2001



*Special Deputy Secretary of State*

DCS-1266 (7/00)

F 010330000 875

CT-07

CERTIFICATE OF MERGER

OF

BAUSCH & LOMB SURGICAL, INC

INTO

BAUSCH & LOMB INCORPORATED

UNDER SECTION 905 OF THE  
BUSINESS CORPORATION LAW

100 3/3/01

JW

Bausch & Lomb Incorporated  
One Bausch & Lomb Place  
Rochester, NY 14604-2701

STATE OF NEW YORK  
DEPARTMENT OF TAXES

FILED MAR 30 2001  
TAXES  
BY: CU

2

010330000 909

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CT-07

**CERTIFICATE OF MERGER  
OF  
BAUSCH & LOMB SURGICAL, INC.  
INTO  
BAUSCH & LOMB INCORPORATED  
UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW**

Bausch & Lomb Incorporated, pursuant to the provisions of Section 905 of the Business Corporation Law of the State of New York, hereby certifies as follows:

1. Bausch & Lomb Incorporated ("Bausch & Lomb"), a New York corporation, originally incorporated under the name of Bausch & Lomb Optical Company, owns all of the outstanding shares of stock of Bausch & Lomb Surgical, Inc. ("Bausch & Lomb Surgical"), a Delaware corporation. Bausch & Lomb Surgical was originally incorporated under the name of Chiron Vision Corporation. Bausch & Lomb shall be the surviving corporation in the merger.
2. As to Bausch & Lomb Surgical, the designation and number of outstanding shares and the number of such shares owned by Bausch & Lomb are as follows:

<u>Name of Subsidiary</u>	<u>Designation and Number of Outstanding Shares</u>	<u>Number of Shares Owned by Survivor</u>
Bausch & Lomb Surgical	1,000 Common Shares	1,000 Common Shares
3. (a) The Certificate of Incorporation of Bausch & Lomb was filed in the Department of State on March 20, 1908. It originally incorporated under the name of Bausch & Lomb Optical Company.  
(b) Bausch & Lomb Surgical was incorporated under the laws of the State of Delaware on April 24, 1986 and its application for authority to do business in the State of New York was filed in the Department of State on December 13, 1994.  
(c) The merger is permitted by the laws of the state of Delaware and is in compliance therewith.
4. Bausch & Lomb owns all of the shares of Bausch & Lomb Surgical, as set forth in No. 2 above.
5. The merger shall be effective on the 31<sup>st</sup> day of March, 2001.
6. The plan of merger was adopted by the Executive Committee of the Board of Directors of Bausch & Lomb on March 27, 2001.

IN WITNESS WHEREOF, this certificate has been signed on the 27<sup>th</sup> day of March, 2001 and the statements contained therein are affirmed as true under penalties of perjury.

BAUSCH & LOMB INCORPORATED

By Robert B. Stiles  
Robert B. Stiles  
Senior Vice President

By Jean F. Geisel  
Jean F. Geisel  
Secretary

TOTAL P.06