

4/22/02

05-03-2002

Form PTO-1595

(Rev. 03/01)

RECOR

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

OMB No. 0651-0027 (exp. 5/31/2002)

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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):

NeoPath, Inc.
8271 154th Ave NE
Redmond, WA 98052-3878

2. Name and address of receiving party(ies)

Name: TriPath Imaging, Inc.

Internal Address: _____

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

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

Street Address: 780 Plantation Dr.

City: Burlington State: NC Zip: 27215

Execution Date: 12/27/1999

Additional name(s) & address(es) attached? ☐ Yes ☒ No

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

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

A. Patent Application No.(s) _____

B. Patent No.(s) 5,581,631

Additional numbers attached? ☐ Yes ☒ No

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

Name: George A. Leone, Sr.

Internal Address: _____

Street Address: 2150 - 128th Ave. N.W.

City: Minneapolis State: MN Zip: 55448

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

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

☒ Enclosed☐ Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Statement: 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.

George A. Leone, Sr.

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and documents: 5

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

05/03/2002 DBYRNE

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01 FC:581

PATENT
REEL: 12841 FRAME: 0354

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, *Secretary of State of the State of Washington and custodian of its seal,*

hereby certify by this certificate that the attached is a true and correct copy of

ARTICLES OF MERGER

of

NEOPATH, INC.

Merged into **TRIPATH IMAGING, INC.**
(A Delaware corp. not qualified in Washington)

as filed in this office on December 27, 1999.



Date: September 27, 2000

*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*


S. _____

Ralph Munro, Secretary of State

2000-001

150:60 66-000-22 5805600

ARTICLES OF MERGER
OF
NEOPATH, INC.
INTO
TRIPATH IMAGING, INC.

FILED
STATE OF WASHINGTON

DEC 27 1999

RALPH MUMFORD
SECRETARY OF STATE

Pursuant to the provisions of the Washington Business Corporation Act, the undersigned corporations adopt the following articles of merger:

1. That the Plan of Merger is as follows:

See Exhibit A

2. That, pursuant to RCW 23B.11.030, the Plan of Merger attached hereto as Exhibit A was duly approved by TriPath Imaging, Inc., the sole shareholder of NeoPath pursuant to a Written Consent of Sole Shareholder dated December 29, 1999.
3. That, pursuant to RCW 23B.11.050, no shareholder consent was required in order to effect this subsidiary merger.

IN WITNESS WHEREOF, we have signed this Plan of Merger on the 31st day of December, 1999.

NEOPATH, INC., a Washington Corporation

By: [Signature] 12/23/99
Name: ERIC W. LINSLEY
Title: CFO VP FINANCE

TRIPATH IMAGING, INC, a Delaware Corporation

By: [Signature] 12/23/99
Eric W. Linsley,
Chief Financial Officer and
Vice President, Finance

Ud: 12-27-99 - 66549
\$ 100.00 On 12-27-99

P.008

TEL: 336 222 8819

AUTOCYTE, INC.

DEC - 27 1999 10:05

2000 3449 09718 002

PATENT
REEL: 12841 FRAME: 0356

VS01:60 66-220-72 5803600

Exhibit A

**PLAN OF MERGER
OF
NEOPATH, INC.
INTO
TRIPATH IMAGING, INC.
(UNDER SECTION 23B.11.070 OF THE BUSINESS CORPORATION LAW)**

The undersigned corporation, organized and existing under and by virtue of the Business Corporation Law of the State of Washington does hereby certify as follows:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
NeoPath, Inc. ("NeoPath")	Washington
TriPath Imaging, Inc. ("TriPath")	Delaware

SECOND: The name of the surviving corporation is TriPath Imaging, Inc. and following the merger its name shall be TriPath Imaging, Inc.

THIRD: That the terms and conditions of the merger shall be as follows:

Each share of Common Stock of NeoPath that is owned by TriPath shall automatically be cancelled and retired and shall cease to exist, and no cash or other consideration shall be delivered in exchange therefor. Upon consummation of the merger, all the outstanding duties and obligations of NeoPath shall become the duties and obligations of TriPath.

FOURTH: That the articles and bylaws of NeoPath shall be cancelled and the article and bylaws of TriPath will survive in full force and effect. Additionally, that the officers and directors of TriPath will be the officers and directors following completion of the merger.

The foregoing Plan of Merger was duly adopted by the Board of Directors of TriPath on December 6, 1999.

0003085 27-Dec-99 09:05A

IN WITNESS WHEREOF, we have signed this Plan of Merger on the 31st day of December, 1999.

NEOPATH, INC., a Washington Corporation

By: Eric W. Linsley 12/23/99
Name: ERIC W. LINSLEY
Title: CFO, VP FINANCE

TRUPATH IMAGING, INC, a Delaware Corporation

By: Eric W. Linsley 12/23/99
Eric W. Linsley,
Chief Financial Officer and
Vice President, Finance

STATEMENT UNDER 37 CFR 3.73(b)Applicant/Patent Owner: TriPath Imaging, Inc.Application No./Patent No.: 5,581,631Filed/Issue Date: 12/03/1996Entitled: CYTOLOGICAL SYSTEM IMAGE COLLECTION INTEGRITY CHECKING APPARATUSTriPath Imaging, Inc., a Corporation

(Name of Assignee)

(Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)

states that it is:

1. ☒ the assignee of the entire right, title, and interest; or
2. ☐ an assignee of less than the entire right, title and interest.
The extent (by, percentage) of its ownership interest is _____ %

in the patent application/patent identified above by virtue of either:

- A. ☐ An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at Reel _____, Frame _____, or for which a copy thereof is attached.

OR

- B. ☒ A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

1. From: Ortyn et al. To: NeoPath, Inc.

The document was recorded in the United States Patent and Trademark Office at
Reel 7234, Frame 0627, or for which a copy thereof is attached.

2. From: NeoPath, Inc. To: TriPath Imaging, Inc.

The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.

3. From: _____ To: _____

The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.

- ☐ Additional documents in the chain of title are listed on a supplemental sheet.

- ☒ Copies of assignments or other documents in the chain of title are attached.

[NOTE: A separate copy (i.e., the original assignment document or a true copy of the original document) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

02-21-02

Date

Thomas Gahm, Ph.D.

Typed or printed name

T. G.

Signature

Vice President

Title

STATEMENT UNDER 37 CFR 3.73(b)Applicant/Patent Owner: TriPath Imaging, Inc.Application No./Patent No.: 5,581,631Filed/Issue Date: 12/03/1996Entitled: CYTOLOGICAL SYSTEM IMAGE COLLECTION INTEGRITY CHECKING APPARATUSTriPath Imaging, Inc., a Corporation

(Name of Assignee)

(Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)

states that it is:

1. ☒ the assignee of the entire right, title, and interest; or
2. ☐ an assignee of less than the entire right, title and interest.
The extent (by, percentage) of its ownership interest is _____ %

in the patent application/patent identified above by virtue of either:

- A. ☐ An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at Reel _____, Frame _____, or for which a copy thereof is attached.

OR

- B. ☒ A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

1. From: Ortyn et al. To: NeoPath, Inc.

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The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.

3. From: _____ To: _____

The document was recorded in the United States Patent and Trademark Office at
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The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

02-21-02

Date

Thomas Gahm, Ph.D.

Typed or printed name

T. G.

Signature

Vice President

Title

Burden Hour Statement: This form is estimated to take 0.2 hours to complete. Time will vary depending upon the needs of the individual case. Any comments on the amount of time you are required to complete this form should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, Washington, DC 20231. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Assistant Commissioner for Patents, Washington, DC 20231.