

Form PTO-1595 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼ ▼		RECORDATION FORM COVER SHEET PATENTS ONLY		U.S. DEPARTMENT OF COMMERCE U S Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies): Pharmacia Biotech Inc.		2. Name and address of receiving party(ies) Name: Amersham Pharmacia Biotech Inc. Internal Address: _____ _____ _____ Street Address: 800 Centennial Avenue _____ _____ City: Piscataway State: NJ Zip: _____ Additional name(s) & address(es) attached? ☐ Yes ☒ No			
Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No					
3. Nature of conveyance. ☐ Assignment ☒ Merger ☐ Security Agreement ☐ Change of Name ☐ Other _____					
Execution Date: December 23, 1997					
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) 5,843,295 _____ Additional numbers attached? ☐ Yes ☒ No					
5. Name and address of party to whom correspondence concerning document should be mailed: Name: Michael J. Brown Internal Address: _____ Curtis, Mallet-Prevost, Colt & Mosle LLP _____ Street Address: 101 Park Avenue _____ City: New York State: NY Zip: 10178-0061		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: 03-3923 _____			
DO NOT USE THIS SPACE					
9. Signature. Michael J. Brown _____ December 11, 2003 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

CH \$40.00 033923 6843296

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/23/1997
971445969 - 0680713

PLAN OF MERGER
OF
PHARMACIA BIOTECH INC.
(a Delaware Corporation)
AND
AMERSHAM LIFE SCIENCE, INC.
(a Delaware Corporation)

THIS PLAN OF MERGER, dated as of December 23, 1997, by and between Pharmacia Biotech Inc., a Delaware corporation, with its principal place of business at 800 Centennial Avenue, Piscataway, New Jersey ("PBI") and Amersham Life Science, Inc., a Delaware corporation with its principal place of business at 2636 Clearbrook Drive, Arlington Heights, Illinois 60005 ("ALS").

WITNESSETH:

WHEREAS, PBI and ALS are each wholly-owned subsidiaries of Amersham Pharmacia Biotech, Ltd., an English corporation with its principal place of business at Amersham Place, Little Chalfont, Buckinghamshire, England HP7 9NA; and

WHEREAS, PBI and ALS, and their respective shareholder and boards of directors, deem it advisable and to the advantage, welfare and best interest of said corporations to merge PBI with and into ALS pursuant to the provisions of the General Corporation Law of the State of Delaware and upon the terms and conditions hereinafter set forth herein.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements set forth herein, the parties agree as follows:

1. On December 31, 1997 (the "Effective Date"), PBI shall be merged with and into ALS in accordance with the provisions of the General Corporation Law of the State of Delaware. ALS shall be the surviving corporation (the "Surviving Corporation") from and after the Effective Date of merger and shall continue to exist under the name of Amersham Pharmacia Biotech Inc. The separate existence of PBI shall cease on the Effective Date.

NY9357201

2. On the Effective Date, by virtue of the merger and without any action on the part of the holder thereof, each issued and outstanding share of the common stock of PBI shall be cancelled and ALS shall issue five thousand (5,000) shares of the common stock of ALS to Amersham Pharmacia Biotech, Ltd.
3. The certificate of incorporation of the Surviving Corporation in effect on the Effective Date shall be amended, as of the Effective Date, to change the name of the Surviving Corporation into Amersham Pharmacia Biotech Inc. Except as provided above, the certificate of incorporation of the Surviving Corporation in effect on the Effective Date shall continue in full force and effect after the Effective Date (until changed, altered or amended in the manner described by the provisions of the General Corporation Law of the State of Delaware).
4. The by-laws of the Surviving Corporation in effect on the Effective Date shall continue in full force and effect after the Effective Date (until changed, altered or amended in the manner described by the provisions of the General Corporation Law of the State of Delaware).
5. The directors and officers of the Surviving Corporation on the Effective Date shall continue to be the directors and the officers of the Surviving Corporation after the Effective Date, and all of them shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the by-laws of the Surviving Corporation.
6. The proper officers and managers of PBI and of ALS respectively are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, certify, deliver, file and record any and all instruments, papers, documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger and the merger herein provided for.

IN WITNESS WHEREOF, this Plan of Merger is hereby signed and attested on behalf of
each of the parties thereto.

PHARMACIA BIOTECH INC.

By: Michael E. Woehler
Name: Michael E. Woehler
Title: President

Attest:

Andrew D. Rackear
Name: Andrew D. Rackear
Title: Secretary

AMERSHAM LIFE SCIENCE, INC.

By: Michael E. Woehler
Name: Michael E. Woehler
Title: President

Attest:

Andrew D. Rackear
Name: Andrew D. Rackear
Title: Secretary

CERTIFICATE

- 3 -

NY85578.01

The undersigned, Secretary of Amersham Life Science, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certifies that the Plan of Merger to which this certificate is attached, after having been duly approved by written consent of the Board of Directors of said corporation and by written consent of the Board of Directors of Pharmacia Biotech Inc., a Delaware corporation, the other corporate party, was then duly approved by written consent of the sole shareholder of Amersham Life Science, Inc.



Name: Andrew D. Rackear
Title: Secretary

CERTIFICATE

The undersigned, Secretary of Pharmacia Biotech Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certifies that the Plan of Merger to which this certificate is attached, after having been duly approved by written consent of the Board of Directors of said corporation and by written consent of the Board of Directors of Amersham Life Science, Inc., a Delaware corporation, the other corporate party, was then duly approved by written consent of the sole shareholder of Amersham Life Science, Inc.



Name: Andrew D. Rackear
Title: Secretary