

Docket No.:

FORM PTO-1555 (Modified)
(Rev. 03-01)
OMB No. 0851-0027 (exp. 5/31/2002)
POBA/REV03

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

PATENTS ONLY

Tab settings → → → ▼ ▼ ▼ ▼ ▼ ▼ ▼

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Integrated Measurement Systems, Inc.

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

Name: Credence Systems CorporationAddress: 1421 California Circle

Additional names(s) of conveying party(ies)

☐ Yes ☒ No

3. Nature of conveyance:

☐ Assignment☒ Merger☐ Security Agreement☐ Change of Name☐ OtherCity: Milpitas State/Prov.: CACountry: U.S.A. ZIP: 95035Execution Date: October 31, 2002

Additional name(s) & address(es)

☐ Yes ☒ No

4. Application number(s) or patent 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)

5,845,234

6,205,407

Additional numbers

☐ Yes ☒ No

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

Name: Gregory P. Durbin, Esq.Registration No. 42,503Address: DORSEY & WHITNEY LLP370 Seventeenth Street, Suite 4700

6. Total number of applications and patents involved:

2

7. Total fee (37 CFR 3.41):.....\$ 80.00☐ Enclosed - Any excess or insufficiency should be credited or debited to deposit account☒ Authorized to be charged to deposit account

8. Deposit account number:

04-1415

(Attach duplicate copy of this page if paying by deposit account)

City: Denver State/Prov.: COCountry: U.S.A. ZIP: 80202-5647

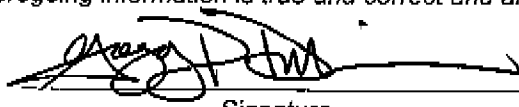
DO NOT USE THIS SPACE

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.

Gregory P. Durbin

Name of Person Signing



Signature

August 25, 2004

Date

7

Total number of pages including cover sheet, attachments, and

Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services

Director of the United States Patent and Trademark Office

P.O. Box 1450, Alexandria, VA 22304-1450

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Delaware

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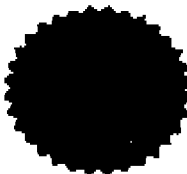
The First State

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:

"INTEGRATED MEASUREMENT SYSTEMS, INC.", A OREGON CORPORATION,

WITH AND INTO "CREDENCE SYSTEMS CORPORATION" UNDER THE NAME OF "CREDENCE SYSTEMS CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2002, AT 9 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2346389 8100M

020672430

AUTHENTICATION: 2066166

DATE: 10-31-02

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 09:00 AM 10/31/2002
 020672630 - 2346389

**CERTIFICATE OF OWNERSHIP AND MERGER
 of
 INTEGRATED MEASUREMENT SYSTEMS, INC.
 (an Oregon corporation)
 INTO
 CREDENCE SYSTEMS CORPORATION
 (a Delaware corporation)**

Pursuant to Section 203 of the Delaware General Corporation Law

It is hereby certified that:

1. Integrated Measurement Systems, Inc. ("IMS") is a corporation organized under the laws of the State of Oregon, the laws which permit a merger of a domestic corporation with and into a foreign corporation.

2. Credence Systems Corporation, a Delaware corporation ("Credence"), as the owner of 100% of the issued and outstanding shares of capital stock of IMS, hereby merges IMS into itself, and assumes all of its liabilities and obligations.

3. The following is a copy of the resolutions adopted on October 17, 2002, by the Board of Directors of Credence to merge IMS into Credence:

**MERGE WITH INTEGRATED MEASUREMENT SYSTEMS, INC.,
 AN OREGON CORPORATION**

RESOLVED, that the Board has determined it to be in the best interests of the Corporation and its stockholders to effect a merger (the "IMS Merger") of Integrated Measurement Systems, Inc., an Oregon corporation of which the Corporation owns all of the issued and outstanding capital stock ("IMS"), with and into the Corporation pursuant to the terms and provisions of the (i) Certificate of Ownership Merger Integrated Measurement Systems, Inc. into Credence Systems Corporation (the "IMS Delaware Certificate") substantially in the form attached hereto as Exhibit A pursuant to the provisions of the Delaware General Corporation Law ("DGCL"), and (ii) Plan of Merger of Integrated Measurement Systems, Inc. (the "Oregon Plan") substantially in the form attached hereto as Exhibit B pursuant to the provisions of the Oregon Business Corporation Act ("OBCA");

RESOLVED FURTHER, that the form, terms and provisions of the IMS Delaware Certificate and the Oregon Plan, in substantially the forms attached hereto as Exhibit A and Exhibit B, respectively, be and they hereby are, adopted and approved, with such changes to the officers executing the IMS Delaware Certificate and the Oregon Plan, and amendments to be appropriate as at-law, such determination to be conclusively evidenced by the execution thereof.

RESOLVED FURTHER, that IMS shall be the disappearing corporation upon the effective date of the merger (which shall be October 31, 2002) (the "Effective Date") pursuant to the provisions of the OBCA, and the

Corporation shall continue its existence as the surviving corporation pursuant to the provisions of the DCS.

RESOLVED FURTHER, that at the Effective Time, the issued and outstanding shares of capital stock of DCS shall not be converted in any manner, nor shall any cash or other consideration be paid or delivered therefor, inasmuch as the Corporation is the owner of all issued and outstanding shares of capital stock of DCS, less such sold shares which is issued and outstanding as of the Effective Time shall be surrendered and extinguished;

RESOLVED FURTHER, that at the Effective Time, the Corporation shall continue to be liable for all liabilities and obligations of DCS; and

RESOLVED FURTHER, that the proper officers of the Corporation are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents, including, without limitation, the DCS Delaware Certificate and the Change Plan, which shall be as herein necessary, proper or appropriate to carry out or put into effect any of the provisions of the DCS Charter.

ASSUMPTION OF TAX LIABILITIES OF DCS

RESOLVED, that the Corporation, at the Effective Time, shall assume all the federal, state and local tax liabilities of DCS, and the officers of the Corporation be, and each of them hereby is, authorized and directed to make, execute, deliver, file, and/or record any and all documents with the various federal, state and local tax authorities to any be necessary to satisfy such tax liabilities.

4. The effective date of the merger of DCS into Credence shall be October 31, 2002.

IN WITNESS WHEREOF, this Certificate of Ownership and Merger of Integrated Measurement Systems, Inc. into Credence Systems Corporation has been executed by the parent corporation as of the 21st day of October, 2002.

CRESCENCE SYSTEMS CORPORATION

By: Graham J. Kishall
Graham J. Kishall, Chief Executive Officer

By: John D. Wilson
John D. Wilson, Chief Financial Officer and Secretary

(SIGNATURE PAGE TO CERTIFICATE OF OWNERSHIP AND MERGER)

92.388d

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FILE No. 656 10/31 '02 18:41 ID: CSC-SALEM

FAX: 503 589 1145



Secretary of State
Corporation Division
255 Capital Street NE, Suite 151
Salem, OR 97310-1327

Phone: (503) 986-2200
Fax: (503) 378-4381
www.sos.state.or.us/corporation/corphp.htm

CREDENCE SYSTEMS CORPORATION
215 FOURIER AVE
FREMONT CA 94539

Acknowledgment Letter

The document you submitted was recorded as shown below. Please review and verify the accuracy.

If you have any questions regarding this acknowledgement, contact the Secretary of State, C (503) 986-2200. Please refer to the registration number listed below. A copy of the filed document ordered for a fee of \$5.00. Submit your request to the address listed above or call (503) 986-; MasterCard number.

Document
ARTICLES OF MERGER

Filed On
10/31/2002

Name of Survivor
CREDENCE SYSTEMS CORPORATION

Reg. No.
369582-88

Type
FGN BUS CX

Name(s) of Non Survivor(s)
INTEGRATED MEASUREMENT SYSTEMS, INC.

Reg. No.
170786-1s

Type
DOM BUS CX

SALPOO
ACK_MIS
10/25/2004

FILE No. 658 10/31 '02 16:42 ID: CSC/SAL/ET

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Printed (copy) name
Date: 10/31/02

Secretary of State
Corporation Division
250 Capital Bldg., Suite 100
Salem, OR 97331-1207

Check the appropriate box below:

- ☐ NEW ENTITY FORMER
Formed under S.B. 6. 10. 10
- ☒ FOR PARENT AND/OR OWNED SUBSIDIARY
WITH/OUT STATE/LOCAL APPROVAL
Respective under S.B. 6. 10. 10, 10

Articles of Incorporation
For other use only

FILED

OCT 31 2002

OREGON
SECRETARY OF STATE

Business Registry Number: 36912-16

Attach Additional Sheet if Necessary

Please Type or Print Legibly in Block Ink

10/31/02

10/31/02

1) Name and Type of the Business Purpose to Merge

Name	Type	Priority Number

2) Name and Type of the Subsidiary Entity

- ☐ Check here if there is a name change in this plan of merger.
- 3) A copy of the Merger Plan is attached.
- 4) THE PLAN OF MERGER HAS BEEN APPROVED AND APPROVED BY EACH ENTITY THROUGH PARTY TO THE MERGER.
- ☐ A copy of the vote required by each entity is attached.

FOR PARENT AND/OR OWNED SUBSIDIARY WITH/OUT STATE/LOCAL APPROVAL

3) Name of Parent Corporation: Computer Systems Corporation

Oregon Registry Number: 36912-16

4) Name of Subsidiary Corporation: Computer Systems Corporation, Inc.

Oregon Registry Number: 17578-13

5) Name of Subsidiary Corporation: Computer Systems Corporation

Copy of Plan

- ☒ A copy of the plan of merger setting forth the manner and mode of carrying out the merger has been filed with the Secretary of State, or other officer of the parent corporation or any other corporation or with each of them, as provided in the plan.
- 6) Check the appropriate box:

- ☐ A copy of the plan of merger or subsidiary was mailed to each shareholder of record of the subsidiary corporation on or before _____

- ☒ The mailing of a copy of the plan or subsidiary was waived by all shareholders.

Signature

Printed Name

John D. Dwyer

John D. Dwyer

THE

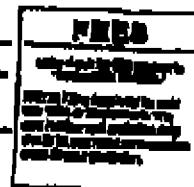
CEO and Secretary

1) Check Name

Robert Rogers

Corporation Purpose Number - (Include) Area Code
(253) 322-0300

00177 (Rev. 08/01)



PATENT

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PLAN OF MERGER
of
INTEGRATED MEASUREMENT SYSTEMS, INC.
(an Oregon corporation)
INTU
CREDENCE SYSTEMS CORPORATION
(a Delaware corporation)

PLAN OF MERGER adopted by Integrated Measurement Systems, Inc., a business corporation organized under the laws of the State of Oregon, by resolution of its Board of Directors on October 28, 2002 and by Credence Systems Corporation, a business corporation organized under the laws of the State of Delaware, by resolution of its Board of Directors on October 17, 2002. The names of the corporations planning to merge are Integrated Measurement Systems, Inc., a business corporation organized under the laws of the State of Oregon, and Credence Systems Corporation, a business corporation organized under the laws of the State of Delaware. The name of the surviving corporation into which Integrated Measurement Systems, Inc. plans to merge is Credence Systems Corporation.

1. Credence Systems Corporation, which is a business corporation of the State of Delaware and is the owner of not less than 90% of the outstanding shares of Integrated Measurement Systems, Inc., which is a business corporation of the State of Oregon, hereby merges Integrated Measurement Systems, Inc. into Credence Systems Corporation pursuant to the provisions of the Oregon Business Corporation Act and pursuant to the provisions of the Delaware General Corporation Law.

2. The separate existence of Integrated Measurement Systems, Inc. shall cease at the effective time and date of the merger pursuant to the provisions of the Oregon Business Corporation Act and Credence Systems Corporation shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction of its organization.

3. The issued shares of Integrated Measurement Systems, Inc. shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of Integrated Measurement Systems, Inc. and of Credence Systems Corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and 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 or of the merger herein provided for.