

FORM PTO-1595 (modified)

(Rev 6-93)

RECO

10-19-2004



U.S. DEPARTMENT OF COMMERCE

EET

Patent and Trademark Office

To the Director of the United States Patent &

102862218

To record the attached original documents or copies thereof.

1. Name of conveying party(ies):

Amersham Life Science, Inc.
800 Centennial Avenue
Piscataway, New Jersey 08855-1327



Additional conveying party(ies)

NO

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

Amersham Pharmacia Biotech, Inc.
800 Centennial Avenue
Piscataway, New Jersey 08855-1327

10/13/04

3. Nature of conveyance:

MERGER

Execution Date:

12/23/97

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):

08/ 452,988

B. Patent Number(s):

5,633,138Additional numbers attached? **NO**

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

Wesley B. Ames
FOLEY & LARDNER
P.O. Box 80278
San Diego, California 92138-0278

6. Total number of applications/patents involved: **1**7. Total fee (37 C.F.R. § 3.41): **\$40.00**

Check Enclosed

☒ Charge to deposit account8. Deposit account number: **50-0872**

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

Wesley B. Ames

12/16/03

Name of person signing

Signature

Date

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

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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.

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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.

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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. Wochler
Name: Michael E. Wochler
Title: President

Attest:

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

AMERSHAM LIFE SCIENCE, INC.

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

Attest:

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

CERTIFICATE

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

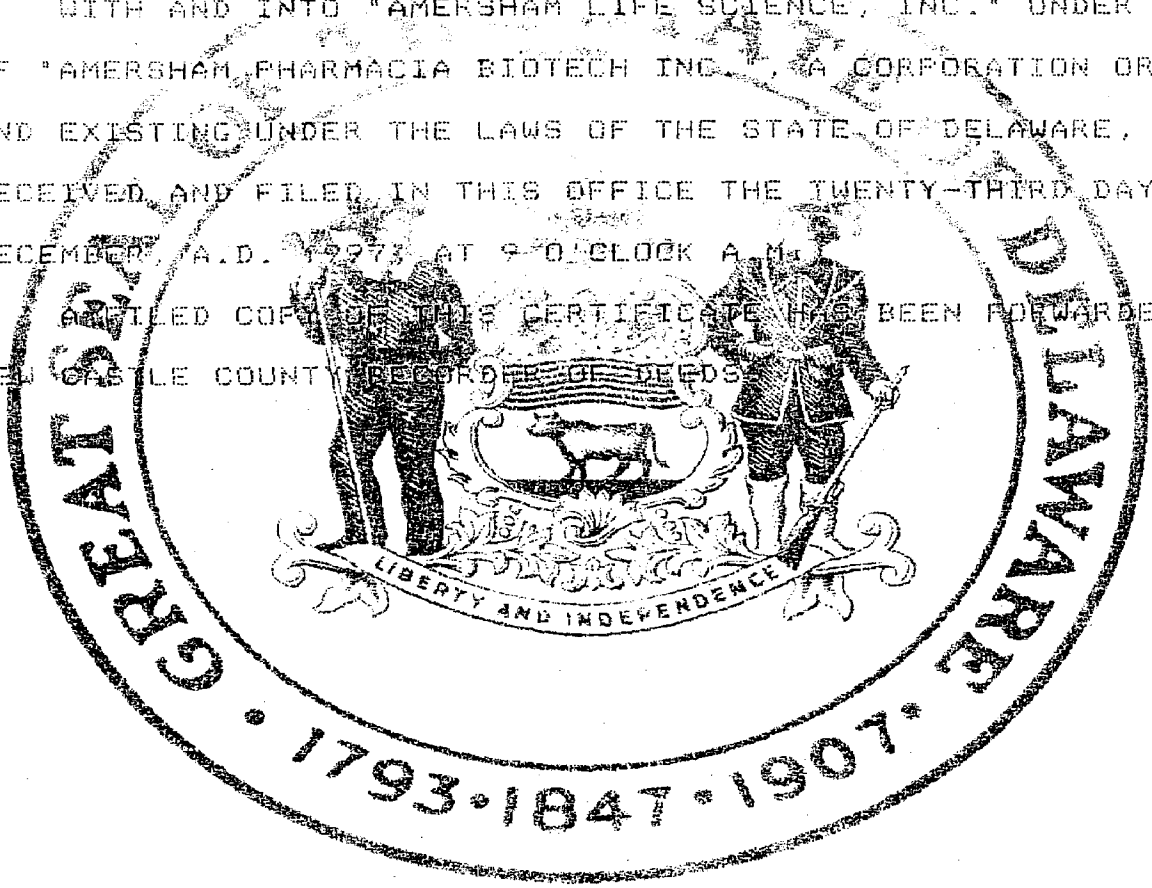
State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AGREEMENT OF MERGER, WHICH MERGES:

"PHARMACIA BIOTECH INC.", A DELAWARE CORPORATION,

WITH AND INTO "AMERSHAM LIFE SCIENCE, INC." UNDER THE NAME OF "AMERSHAM PHARMACIA BIOTECH INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 1997, AT 9:00 CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8845605

DATE:

01-02-98