

09-26-2005

09/26/2005 17:22 FAX 202 672 5443



002

103016600

Atty. Dkt. No. 030494-0116

FORM PTO-1595 (modified)

(Rev 6-93)

RECORDATION FORM COVER SHEET
PATENTS ONLY

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

9/26/05

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

1. Name of conveying party(ies):
Twyford Plant Laboratories, Inc.

Additional conveying party(ies) **NO**

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

**Twyford International, Inc.
15245 Telegraph Road
Santa Paula, California 93060**

3. Nature of conveyance:
MERGER DOCUMENT
Execution Date: **09/21/1992**

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):
SEE ATTACHED LIST

B. Patent Number(s):

Additional numbers attached? **YES**

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

**Norman J. Rich (030494-0116)
FOLEY & LARDNER LLP
Washington Harbour
3000 K Street, N.W., Suite 500
Washington, D.C. 20007-5143**

6. Total number of applications/patents involved: **30**
7. Total fee (37 C.F.R. § 3.41): **\$1,200.00**
Check Enclosed
 Charge to deposit account
8. Deposit account number: **19-0741**

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.

Norman J. Rich

26 September 2005

Name of person signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 16

<

PP 6,842
PP 6,857
PP 7,238
PP 7,244
PP 7,245
PP 7,253
PP 7,281
PP 7,318
PP 7,349
PP 7,405
PP 7,466
PP 8,612
PP 11,986
PP 12,176
PP 12,177
PP 12,257
PP 12,315
PP 12,316
PP 12,384
PP 12,424
PP 12,445
PP 12,456
PP 12,475
PP 12,541
PP 12,547
PP 12,548
PP 12,550
PP 12,706
PP 12,736
PP 12,889

State of Delaware

PAGE 1

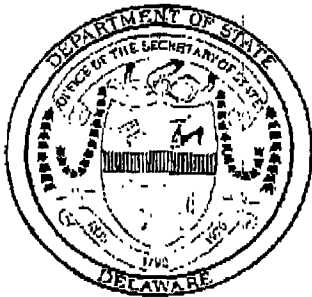


Office of Secretary of State

I, MICHAEL RATCHFORD, 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 OF "TWYFORD PLANT LABORATORIES, INC." MERGING WITH AND INTO "TWYFORD INTERNATIONAL INC." UNDER THE NAME OF "TWYFORD INTERNATIONAL INC." AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 1992, AT 9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE APPROPRIATE COUNTY RECORDER OF DEEDS ON THE THIRTEENTH DAY OF OCTOBER, A.D. 1992 FOR RECORDING.

* * * * *



922755042

Michael Ratchford

SECRETARY OF STATE
AUTHENTICATION: *3622412
DATE: 10/13/1992

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 09/30/1992
922755042 - 938770

AGREEMENT OF MERGER

Now on this 21st day of September, 1992, Twyford International Inc., hereinafter referred to as "TII," and Twyford Plant Laboratories, Inc., hereinafter referred to as "TPL," both Delaware Corporations, pursuant to Section 251 of the General Corporation Law of the State of Delaware, have entered into the following Agreement of Merger.

Witnesseth, that:

Whereas, the respective Boards of Directors of the foregoing named corporations deem it advisable that the corporations merge into a single corporation as hereinafter specified; and

Whereas, TII, by its Certificate of Incorporation which was filed in the Office of the Secretary of State on June 7, 1982, as amended by its Certificates of Amendment of Certificate of Incorporation which have been filed in the Office of the Secretary of State, has an authorized capital stock consisting of 3,000,000 shares of common stock, and 1,800,000 shares of preferred stock; and

Whereas, TPL by its Certificate of Incorporation which was filed in the Office of the Secretary of State on August 31, 1984, as amended by its Certificate of Amendment of Certificate of Incorporation which has been duly filed in the Office of the Secretary of State, has an authorized capital stock consisting of 10,000 shares of common stock, all issued and outstanding shares

of which are wholly owned by TII; and

Whereas, the registered office of TII in the State of Delaware is located in the City of Wilmington, County of New Castle, and the name and address of its resident agent is the Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware; and

Whereas, the registered office of TPL in the State of Delaware is located in the City of Wilmington, County of New Castle, and the name and address of its resident agent is the Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware;

Now, therefore, the corporations, parties to this Agreement, by and between their respective Boards of Directors, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe the terms and conditions of said merger and of carrying the same into effect as follows:

First: TII hereby merges into itself TPL, and TPL shall be and hereby is merged into TII, which shall be the "surviving corporation". TPL shall hereinafter sometimes be referred to as the "merged corporation."

Second: The Certificate of Incorporation of TII, as in effect on the date of the merger provided for in this Agreement, shall continue in full force and effect as the Certificate of Incorporation of the corporation surviving this merger.

Third: The manner of converting the outstanding shares of the capital stock of each of the constituent corporations into the shares or other securities of the surviving corporation shall be as follows: TII, as sole shareholder of TPL shall cancel its shares of TPL stock; there shall be no change in the issued shares of TII.

Fourth: The terms and conditions of the merger, and the mode of carrying the same into effect, are as follows:

(a) The Bylaws of the surviving corporation as they shall exist on the effective date of this Agreement shall be and remain the Bylaws of the surviving corporation until the same shall be altered, amended or repealed as therein provided.

(b) The Directors of the surviving corporation shall continue in office until the next annual meeting of the stockholders and until their successors shall have been elected and qualified. The officers of the surviving corporation shall continue in office until the first meeting of the Board of Directors following the next annual meeting of stockholders and until their successors shall have been elected and qualified.

(c) This merger shall become effective upon the filing of this Agreement of Merger with the Secretary of State of Delaware and recording of a certified copy thereof in the Office

of the Recorder of Deeds for the County of New Castle, State of Delaware.

(d) Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the merged corporation shall be transferred to, vested in and devolve upon the surviving corporation without further act or deed and all property, rights, and every other interest of the surviving corporation and the merged corporation shall be as effectively the property of the surviving corporation as they were of the surviving corporation and the merged corporation respectively. The merged corporation hereby agrees from time to time, as and when requested by the surviving corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the surviving corporation may deem necessary or desirable in order to vest in and confirm to the surviving corporation title to and possession of any property of the merged corporation acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the intent and purposes hereof, and the proper officers and directors of the merged corporation and the proper officers and directors of the surviving corporation are fully authorized in the name of the merged corporation or otherwise to take any and all such actions.

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to authority duly given by their respective Boards of Directors, have caused these presents to be executed by a majority of the directors of TII and the sole director of TPL, and the corporate seals affixed.

TWYFORD INTERNATIONAL INC.

By *[Signature]*
IRWIN Y.E. CHU, Director

By *[Signature]*
YOSHIO ENOMOTO, Director

By *[Signature]*
TORU OKUMURA, Director

By *[Signature]*
PETER CHRISTL, Director

Attest:

[Signature]
ROBERT C. THREN, Secretary

TWYFORD PLANT LABORATORIES, INC.

By *[Signature]*
IRWIN Y.E. CHU, sole Director

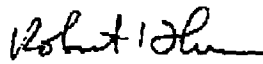
Attest:

[Signature]
ROBERT C. THREN, Secretary

**CERTIFICATE OF SECRETARY OF TWYFORD INTERNATIONAL INC.
A Delaware Corporation**

I, Robert C. Thren, Secretary of Twyford International Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certify, as such Secretary and under the seal of the said the corporation, that the Agreement of Merger to which this certificate is attached was duly adopted by the said corporation by a majority of the directors thereof pursuant to Subsection (f) of Section 251 of the Delaware General Corporation Law, the conditions specified in the first sentence of such Subsection having been satisfied.

Witness my hand and the seal of the said corporation on this 21st day of September, 1992.



ROBERT C. THREN, Secretary

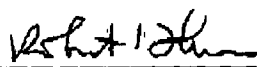
**CERTIFICATE OF THE SECRETARY OF TWYFORD PLANT LABORATORIES, INC.,
A Delaware Corporation**

I, Robert C. Thren, Secretary of Twyford Plant Laboratories, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certify, as such Secretary and under the seal of the said the corporation, that the Agreement of Merger to which this certificate is attached, after having been first duly signed on behalf of the said corporation by the sole director thereof and having been signed by a majority of the

6

directors of Twyford International Inc., a corporation of the State of Delaware, was duly adopted pursuant to Section 228 of the Delaware General Corporation Law by the written consent of the sole stockholder of all issued and outstanding shares of the capital stock of the corporation and that a signed copy of the consent is attached hereto and made a part of the Agreement of Merger.

Witness my hand and the seal of the said corporation on this 21st day of September, 1992.


ROBERT C. THREN, Secretary

EXECUTION OF AGREEMENT OF MERGER

The above Agreement of Merger, having been executed and adopted by a majority of the board of directors of Twyford International Inc. and executed by the sole director of Twyford Plant Laboratories, Inc., and having been adopted separately by the sole stockholder of Twyford Plant Laboratories, Inc. in accordance with the provisions of the General Corporation Law of the State of Delaware, and that fact having been certified on said Agreement of Merger by the Secretary of each corporate party thereto, the President and Secretary of each corporate party thereto do now hereby execute the said Agreement of Merger under the corporate seals of their respective corporations, by authority of the

directors and, in the case of Twyford Plant Laboratories, Inc., the sole stockholder thereof, as the respective act, deed and agreement of each of said corporations on this 21st day of September, 1992.

FOR TWYFORD INTERNATIONAL INC.:

Irwin Y. E. Chu
IRWIN Y. E. CHU, President

Robert C. Thren
ROBERT C. THREN, Secretary

Attest:

Shelley Witherspoon
SHELLEY WITHERSPOON, Assistant Secretary

FOR TWYFORD PLANT LABORATORIES, INC.:

Irwin Y. E. Chu
IRWIN Y. E. CHU, President

Robert C. Thren
ROBERT C. THREN, Secretary

Attest:

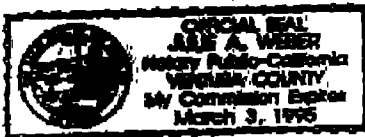
Shelley Witherspoon
SHELLEY WITHERSPOON, Assistant Secretary

AGREEMENT OF MERGER
ACKNOWLEDGEMENT

STATE OF CALIFORNIA)
) ss.
COUNTY OF VENTURA)

On this 24th day of SEPTEMBER, 1992, before me, the undersigned Notary Public, personally appeared ROBERT THREN, proved to me on the oath/affirmation of a credible witness, whom I know personally, to be the person whose name is subscribed to the within instrument as witness thereto, and who swore or affirmed before me that he personally knows IRWIN Y.E. CHU, PRESIDENT OF TWYFORD INTERNATIONAL INC. to be the individual whose name is subscribed to the within instrument as principal and witnessed that individual sign the same and acknowledging signing it freely for the purposes therein contained.

WITNESS my hand and official seal.



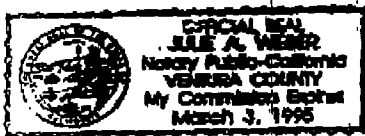
Julie A. Weber
NOTARY PUBLIC

AGREEMENT OF MERGER
ACKNOWLEDGEMENT

STATE OF CALIFORNIA)
) ss.
COUNTY OF VENTURA)

On this 24th day of SEPTEMBER, 1992, before me, the undersigned Notary Public, personally appeared ROBERT THREN, proved to me on the oath/affirmation of a credible witness, whom I know personally, to be the person whose name is subscribed to the within instrument as witness thereto, and who swore or affirmed before me that he personally knows IRWIN Y.E. CHU, PRESIDENT OF TWYFORD PLANT LABORATORIES, INC. to be the individual whose name is subscribed to the within instrument as principal and witnessed that individual sign the same and acknowledging signing it freely for the purposes therein contained.

WITNESS my hand and official seal.



Julie A. Weber
NOTARY PUBLIC

**AGREEMENT OF MERGER
ACKNOWLEDGEMENT**

STATE OF CALIFORNIA)
)
COUNTY OF VENTURA)

ss.

On this 4th day of September, 1992, before me, the undersigned Notary Public, personally appeared ROBERT THREN, proved to me on the oath/affirmation of a credible witness, whom I know personally, to be the person whose name is subscribed to the within instrument as witness thereto, and who swore or affirmed before me that he personally knows SHELLEY WITHERSPOON ASSISTANT SECRETARY OF TWYFORD INTERNATIONAL INC. to be the individual whose name is subscribed to the within instrument as principal and witnessed that individual sign the same and acknowledging signing it freely for the purposes therein contained.

WITNESS my hand and official seal.



Julie A. Weber

NOTARY PUBLIC

**AGREEMENT OF MERGER
ACKNOWLEDGEMENT**

STATE OF CALIFORNIA)
)
COUNTY OF VENTURA)

ss.

On this 4th day of September, 1992, before me, the undersigned Notary Public, personally appeared ROBERT THREN, proved to me on the oath/affirmation of a credible witness, whom I know personally, to be the person whose name is subscribed to the within instrument as witness thereto, and who swore or affirmed before me that he personally knows SHELLEY WITHERSPOON ASSISTANT SECRETARY OF TWYFORD PLANT LABORATORIES, INC. to be the individual whose name is subscribed to the within instrument as principal and witnessed that individual sign the same and acknowledging signing it freely for the purposes therein contained.

WITNESS my hand and official seal.



Julie A. Weber

NOTARY PUBLIC

AGREEMENT OF MERGER
ACKNOWLEDGEMENT

STATE OF CALIFORNIA)
) ss.
COUNTY OF VENTURA)

On this 24th day of September, 1992, before me, the undersigned Notary Public, personally appeared ROBERT THREN, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed the within instrument as Secretary of TWYFORD INTERNATIONAL INC., and acknowledged to me that the corporation executed it pursuant to its Bylaws or a resolution of its board of directors.

WITNESS my hand and official seal.



Julie A. Weber

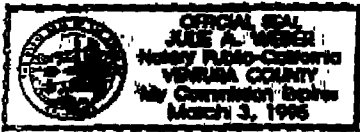
NOTARY PUBLIC

AGREEMENT OF MERGER
ACKNOWLEDGEMENT

STATE OF CALIFORNIA)
) ss.
COUNTY OF VENTURA)

On this 24th day of September, 1992, before me, the undersigned Notary Public, personally appeared ROBERT THREN, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed the within instrument as Secretary of TWYFORD PLANT LABORATORIES INC., and acknowledged to me that the corporation executed it pursuant to its Bylaws or a resolution of its board of directors.

WITNESS my hand and official seal.



Julie A. Weber

NOTARY PUBLIC

RESOLUTIONS ADOPTED BY THE WRITTEN CONSENT
OF THE SOLE STOCKHOLDER OF
TYWFORD PLANT LABORATORIES, INC.
A Delaware Corporation

The undersigned, constituting the sole stockholder of Twyford Plant Laboratories, Inc., a Delaware Corporation, takes the following action and adopts the following resolutions without a meeting pursuant to the corporation's Bylaws and Section 228 of the Delaware General Corporation Law.

WHEREAS, there has been presented to the sole stockholder an Agreement of Merger between Twyford International Inc. and this corporation dated September 21, 19 96 which has been approved by the Board of Directors of this corporation, and approved and adopted by the Board of Directors of Twyford International Inc., in the manner required by Section 251 of the Delaware General Corporation Law, and

WHEREAS, the sole stockholder has considered the said Agreement of Merger and deems it to be in the best interest of the sole stockholder and this corporation that the terms and conditions of such Agreement be approved and performed, be it:

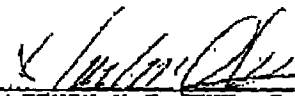
RESOLVED, that the principal terms of the proposed merger and the Agreement of Merger between this corporation and Twyford International Inc. submitted to the sole stockholder are approved and adopted in the form submitted.

RESOLVED FURTHER, that the Board of Directors and officers of this corporation are authorized on behalf of this corporation to take such actions and execute, acknowledge, verify, and file such documents as may be necessary or convenient to carry out and perform such Agreement of Merger.

The undersigned sole stockholder directs that this consent be filed in the Book of Minutes of the corporation.

DATED: September 21, 1992

TWYFORD INTERNATIONAL INC.

By 
IRWIN Y.E. CHU, President