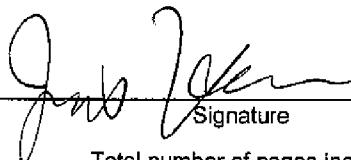


RECORDATION FORM COVER SHEET
PATENTS ONLY

TO THE HONORABLE DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE. PLEASE RECORD THE ATTACHED ORIGINAL DOCUMENTS OR COPY THEREOF.

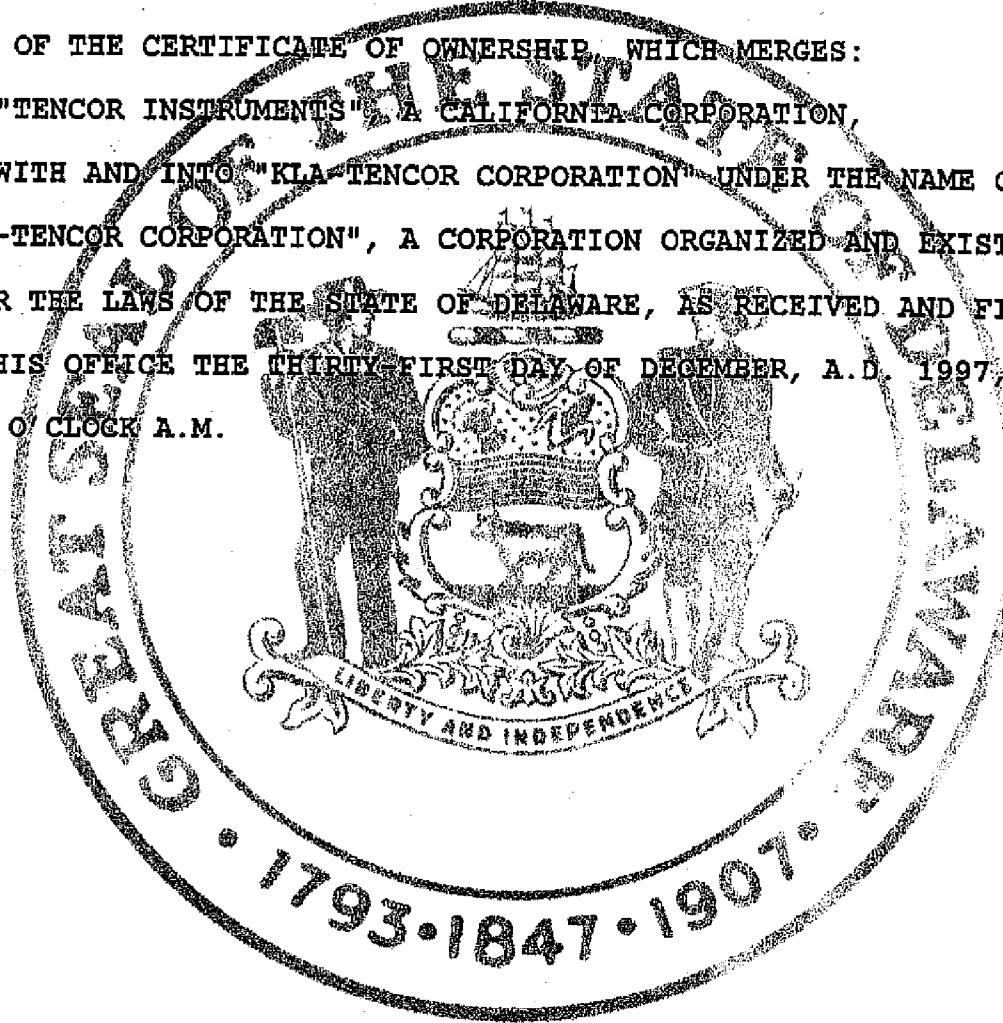
1. Name of conveying party(ies): Tencor Instruments Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies): Name: KLA-Tencor Corporation 160 Rio Robles, Building A San Jose, CA 95134	
3. Nature of Conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other Execution Date: December 31, 1997		Name and address of receiving party(ies): Name: Street Address: City: State: Zip: Country: Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) – 10/412,458 Title: Optical Scanning System for Surface Inspection		B. Patent No.(s)	
Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed: James S. Hsue Parsons Hsue & de Runtz LLP 595 Market Street, Suite 1900 San Francisco, CA 94105		6. Total number of applications and patents involved: <u>1</u>	
		7. Total fee (37 CFR 3.41): \$40.00 <input type="checkbox"/> A check is enclosed that includes the total fee. <input checked="" type="checkbox"/> Charge the \$40 fee to Deposit Account 502664; also for any additional fees required for this conveyance and credit deposit account 502664 any amounts overpaid	
DO NOT USE THIS SPACE			
8. Statement and signature. <i>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.</i> James S. Hsue, Reg. No. 29,545 Name of Person Signing  Signature 10/25/2005 Date Total number of pages including cover sheet, attachments, and documents: 4			

CH \$40.00 502664 10412458

State of Delaware
Office of the Secretary of State PAGE 1

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 OWNERSHIP, WHICH MERGES:

"TENCOR INSTRUMENTS", A CALIFORNIA CORPORATION,
WITH AND INTO "KLA-TENCOR CORPORATION" UNDER THE NAME OF
"KLA-TENCOR 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 DECEMBER, A.D. 1997, AT
8:30 O'CLOCK A.M.



Edward J. Freel
Edward J. Freel, Secretary of State

0814199 8100M

981112973

AUTHENTICATION: 8995946

DATE: 03-26-98
PATENT

REEL: 016939 FRAME: 0702

STATE OF DELAWARE
SECRETARY OF STATE P002
DIVISION OF CORPORATIONS
FILED 08:30 AM 12/31/1997
971454604 - 0814199

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING**

TENCOR INSTRUMENTS,
a California Corporation

INTO

KLA-TENCOR CORPORATION,
a Delaware Corporation

KLA-Tencor Corporation, a Delaware corporation (the "Company"), does hereby certify that (i) the Company was incorporated on the 9th day of July, 1975 pursuant to the General Corporation Law of the State of Delaware, (ii) the Company owns all the capital stock of Tencor Instruments, a California corporation, and (iii) the Board of Directors, at a meeting held on November 18, 1997, determined to and did merge into itself said Tencor Instruments, which resolution is in the following words to wit:

WHEREAS, the Company lawfully owns all the outstanding stock of Tencor Instruments, a California corporation (the "Subsidiary"), and

WHEREAS, the Company desires to merge into itself the Subsidiary and to be possessed of all the estate, property, rights, privileges and franchises of the Subsidiary.

NOW, THEREFORE, BE IT RESOLVED, that the Company merge into itself, and it does hereby merge into itself the Subsidiary and assumes all of its liabilities and obligations;

FURTHER RESOLVED, that the merger shall be effective as of December 31, 1997;

FURTHER RESOLVED, that the Chief Executive Officer and the assistant secretary of the Company be and they hereby are directed to make and execute, under the corporate seal of the Company, a Certificate of Ownership and Merger setting forth a copy of the resolution, to merge the Subsidiary and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of Delaware; and

FURTHER RESOLVED, that the officers of the Company be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be signed by its authorized officer, this 12 day of December, 1997.

BY: Jon D. Tompkins
Jon D. Tompkins, Chief Executive Officer

BY: Lisa C. Berry
Lisa Berry, Assistant Secretary

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