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Edward J. Kondracki
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5 December 2005
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61244

Docket No.: T2146-908665

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(Rev. 03-01)
OMB No. 0651-0027 (exp. 5/31/2002)
POBA/REV03

07-01-2005

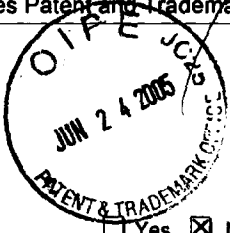
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1. Name of conveying party(ies):
Schlumberger Systemes

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

Name: Axalto S.A.

Address: 50 avenue Jean-Jaures

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

City: Montrouge State/Prov.: _____

Country: France ZIP: 92120

Execution Date: 12 June 2005

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
10/468,130	January 5, 2004

B. Patent No.(s)

Additional numbers Yes No

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

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Country: USA ZIP: 22102

6. Total number of applications and patents involved: **1**

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**EXTRAIT DU PROCES VERBAL DE
ASSEMBLEE GENERALE MIXTE DU 11 MARS 2004**

L'an deux mille quatre, le onze mars à 16:15 heures, les actionnaires de la société Schlumberger Systèmes ci-après « la Société », se sont réunis en Assemblée Générale Mixte à Montrouge (92120) sur convocation faite par le Conseil d'administration.

Il a été établi une feuille de présence à laquelle ont été annexés les pouvoirs des actionnaires représentés par des mandataires et qui a été émargée par chaque membre de l'Assemblée en entrant en séance.

L'Assemblée est présidée par Monsieur Marcel Tournereau, Directeur Général Délégué, en l'absence de Monsieur Jean-Dominique Percevault, Président du Conseil d'Administration de la Société.

Madame Catherine Le Vu et Monsieur Tournereau assurent les fonctions de scrutateur.

Madame Agnès Arnaud assume les fonctions de Secrétaire.

La Société PriceWaterhouseCoopers Audit, Commissaire aux Comptes titulaire, régulièrement convoquée, n'assiste pas à la réunion.

Messieurs Jean Jacques Lesœur, Pascal Bourreau et Christophe Labarre ainsi que Madame Marie-Christine Renard, invités en qualité de représentants du Comité Central d'Entreprise participent à la réunion.

La feuille de présence certifiée exacte par les membres du bureau ainsi constitué, permet de constater que les actionnaires présents ou représentés possèdent plus du tiers des actions composant le capital social ayant le droit de vote.

En conséquence, l'Assemblée est déclarée régulièrement constituée et peut valablement délibérer.

Le Président dépose sur le bureau les divers documents prévus par les lois et règlements en vigueur et indique que ceux-ci ont été mis à la disposition des actionnaires, au siège social, à compter de la convocation de l'Assemblée.

L'Assemblée lui donne acte de cette déclaration.

Le Président rappelle ensuite que la présente Assemblée est appelée à délibérer sur l'ordre du jour suivant :

A titre Ordinaire

- Démission et nomination de nouveaux administrateurs
- Pouvoirs à donner.

A titre Extraordinaire

- ~~Changement de dénomination sociale et modification corrélatrice des statuts~~
- Pouvoirs à donner.

J'ouvre la discussion et mets aux voix les résolutions suivantes :

.....
.....

A TITRE EXTRAORDINAIRE

TROISIEME RESOLUTION

L'Assemblée Générale, sur la proposition du Conseil d'Administration et après avoir entendu la lecture de son rapport décide de modifier la dénomination de la Société qui devient « AXALTO S.A » à compter de ce jour.

Cette résolution, mise aux voix, est adoptée à l'unanimité des actionnaires présents ou représentés.

QUATRIEME RESOLUTION

En conséquence de la résolution précédente, l'Assemblée Générale décide de modifier l'article 3 des statuts de la Société qui est désormais libellé ainsi qu'il suit :

ARTICLE 3 - DENOMINATION

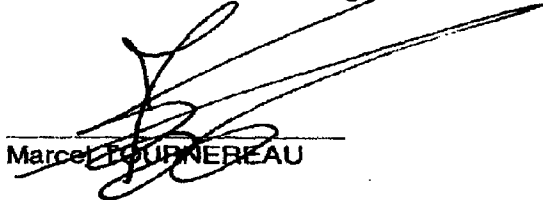
~~Le dénomination de la société est - AXALTO S.A.~~

Le reste de l'article est inchangé.

Cette résolution, mise aux voix, est adoptée à l'unanimité des actionnaires présents ou représentés.

Extrait certifié conforme

Le Directeur Général Délégué



Marcel FOURNEREAU

SCHLUMBERGER SYSTEMES S.A.

A limited liability company with a share capital of € 43,365,860.28

Registered office: 50 avenue Jean Jaurès – 92120 Montrouge

Business regⁿ.: 562 113 530 (R.C.S. Nanterre)

ABSTRACT OF THE MINUTES OF A JOINT ORDINARY AND EXTRAORDINARY GENERAL MEETING HELD ON 11 MARCH 2004

In the year two thousand and four, on 11 March, at 4.15 p.m., the shareholders of Schlumberger Systèmes, hereinafter referred to as "the Company", met in a joint ordinary and extraordinary general meeting in Montrouge (92120), which meeting had been called by the Board of directors.

An attendance list was drawn up to which the proxy forms were attached of shareholders represented by proxies, and which was signed by each member of the General Meeting on arrival at the session.

The General Meeting was chaired by Mr. Marcel Tournereau, acting Managing Director, in the absence of Mr. Jean-Dominique Percevault, Chairman of the Board of directors of the Company.

Mrs Catherine Le Vu and Mr. Tournereau took the role of scrutineer.

Mrs Agnès Arnaud assumed the role of Secretary.

PriceWaterhouseCoopers Audit, principal Auditor of the Company, who had been properly invited to attend, was not present at the meeting.

Mr. Jean Jacques Leseure, Mr. Pascal Bourreau and Mr. Christophe Labarre as well as Mrs Marie-Christine Renard, invited in the capacity of representatives of the Central Works Council, took part at the meeting.

From the attendance list, which was certified as accurate by the members of the panel thereby formed, it was possible to formally record that the shareholders present or represented held more than one third of the shares making up the issued capital with voting rights.

Consequently, the General Meeting was declared to be properly formed and could carry out its deliberations validly.

The Chairman placed before the panel the various documents required by law and the regulations in force, and stated that they had been made available to the shareholders, at the registered office, from the time of calling the General Meeting.

The General Meeting acknowledged the truth of this declaration.

The Chairman reiterated that this General Meeting had been called to deliberate on the following agenda:

Ordinary matters:

- Resignation and appointment of new directors
- Powers to be given.

Extraordinary matters:

- **Change of corporate name and corresponding modification of the articles of association**
- Powers to be given.

The discussion was opened and the following resolutions placed to a vote:

.....
.....

EXTRAORDINARY MATTERS

THIRD RESOLUTION

The General Meeting, upon the proposal of the Board of directors and after listening to its report being read, decides to change the corporate name of the Company, which shall become "AXALTO S.A." from today.

This resolution, placed to a vote, was adopted unanimously by the shareholders present or represented.

FOURTH RESOLUTION

As a result of the preceding resolution, the General Meeting decides to modify article 3 of the Company's articles of association, which shall from now on read as follows:

ARTICLE 3 – CORPORATE NAME

The corporate name of the company is "AXALTO S.A."

The rest of the article shall be unchanged.

This resolution, placed to a vote, was adopted unanimously by the shareholders present or represented.

Certified true abstract

The acting Managing Director

Marcel TOURNEREAU
(signed)