

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/15/2010
CONVEYING PARTY DATA	
Name	Execution Date
Genpoint AS	05/26/2010
RECEIVING PARTY DATA	
Name:	NorDiag ASA
Street Address:	Frysjavaeien 40
City:	Oslo
State/Country:	NORWAY
Postal Code:	NO-0884
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	10169898
CORRESPONDENCE DATA	
Fax Number:	(609)896-1469
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	2128787900
Email:	kma@foxrothschild.com
Correspondent Name:	FOX ROTHSCHILD LLP
Address Line 1:	997 Lenox Drive, Building 3
Address Line 4:	Lawrenceville, NEW JERSEY 08648
ATTORNEY DOCKET NUMBER:	084285.00003
NAME OF SUBMITTER:	Kenneth Ma
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MeldingsID: 267309

Innsendt dato: 15.09.2010 12:23
 UtstederID: NORD
 Utsteder: NorDiag ASA
 Instrument: -
 Marked: XOSL
 Kategori: FISJON / FUSJON
 Informasjonspliktig: Ja
 Lagringspliktig: Ja
 Vedlegg:
 Tittel: NORD: COMPLETION OF MERGER WITH THE WHOLLY OWNED SUBSIDIARY GENPOINT AS
 Meldingstekst:

Reference is made to the stock exchange notification dated 28 May 2010 regarding the merger between NorDiag ASA ("NorDiag") and its wholly owned subsidiary Genpoint AS. The merger was motivated by cost synergies.

The completion of the merger has now been registered with the Norwegian Register of Business Enterprises. The merger is carried out with accounting and taxation effect from the beginning of January 2010, and all employees in Genpoint AS are offered continued employment in NorDiag.

Contact: CEO Mårten Wigstøl Phone: +47 911 65775
 CFO Tone Kvåle Phone: +47 915 19576

About NorDiag:

NorDiag is a biotechnology company developing, manufacturing and marketing automated solutions (instruments and reagents) for sample preparation of DNA from difficult biological samples. DNA diagnostics give more rapid and precise answers, and is the fastest growing field within

diagnostics. NorDiag's sample preparation solutions are today used in connection with STI, tuberculosis, MRSA, respiratory pathogens and viruses on instruments for large and small laboratories. NorDiag was founded in 2003 and has its headquarters in Oslo, Norway. The company has offices and laboratories in Stockholm, Sweden, in West Chester (PA), USA and in Vienna, Austria. The group has today 36.5 man-labor years. NorDiag is listed on the Oslo Stock Exchange with ticker code "NORD".

For further information - www.nordiag.com

This information is subject of the disclosure requirements acc. to §5-12 vphl (Norwegian Securities Trading Act)

[HUG#1444587]



Organization number: 984 648 820

Type of company: Public limited company

Date of incorporation: 2002-06-10

Registered in the
Register of Business
Enterprises: 2002-07-01

Name: NORDIAG ASA

Business address: Frysjaveien 40
0884 OSLO

Municipality: 0301 OSLO

Country: Norway

Telephone number: + 47 22 02 65 65

Special information: The business enterprise has decided
to merge:
Organization number 980 328 929
GENPOINT AS
Frysjaveien 40
0884 OSLO

Share capital NOK: 62,396,617.00

General manager/
managing director: Mårten Wigstøl

Board of directors:
Chairman of the board: Robert Verner Ahlgren
13 Sgvier Drive
03862 North Hampton New Hampshire
USA

Deputy chairman: Hans Johan Hekland

Board member(s): Carl Erik Mathias Uhlen
Ann-Kristin Hageløkken
Greta Bentzen

Signature: The chairman of the board alone,
the general manager and the
deputy chairman jointly or two
board members jointly.

Auditor: Certified auditing company
Auditor number 976 389 387
ERNST & YOUNG AS
Christian Frederiks plass 6
0154 OSLO

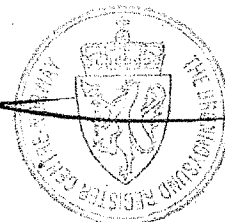
The Brønnøysund Register Centre

The Register of Business Enterprises,
2010-08-27



Hakon Olderbakk
Hakon Olderbakk
Notary Public
for the Brønnøysund Register Centre

Thorleif Holmstrand
Thorleif Holmstrand
Assistant Director



MERGER PLAN BETWEEN

NorDiag ASA
(as the acquiring company)

AND

Genpoint AS
(as the acquired company)

**Signed and approved by the boards of directors of NORDIAG ASA and GENPOINT AS
on 26 May 2010**

1. Introduction

The merger is regulated by the Norwegian Public Limited Companies Act of 13 June 1997 no. 45 (norw.: "allmennaksjeloven", abbreviated to "asal"), chapter 13.

1.1 The parties

Acquiring company:

NORDIAG ASA, organisation no.: 984648820,
Frysjavaen 40
NO-0884 OSLO

Acquired company:

GENPOINT AS,
Organisation no.: 980328929
Frysjavaen 40
NO-0884 OSLO

1.2 The purpose of the merger

The purpose of the merger is to simplify the corporate structure of the group. GENPOINT AS is a wholly owned subsidiary of NORDIAG ASA. It is believed to be practical to merge the subsidiary with the parent company. The boards of directors have identified a potential for synergies between the Companies through a merger. A merger will imply cost reductions for each of the companies within administrative and closely related areas. A merger will also imply improved efficiency within operations, which will prepare the company for further growth.

2. The execution of the merger

The merger is regulated by the Norwegian Public Limited Companies Act, section 13-24, merger between parent company and wholly owned subsidiary free of compensation. The merger is executed through NORDIAG ASA's acquisition of all the assets, rights and liabilities of subsidiary GENPOINT AS, after expiration of formal notification deadlines towards creditors.

3. Prerequisites for the agreement

The execution of the merger is conditional on all statutory conditions for the execution of the merger being met, including valid board resolutions and registration with the Norwegian Register of Business Enterprises.

It is also a prerequisite for the execution of the merger that all the necessary public permits/approvals have been obtained.

The merger is also conditional on board approvals in the acquired company and the acquiring company of the merger plan in board meetings within end June 2010 at the latest.

4. The tax and accounting effect of the merger

The merger shall be carried through with tax and accounting effect from and including 1 January 2010. Practically and legally the merger shall be carried through as soon as possible after approvals of the merger by the boards of directors of the companies, through transfer of the administration of GENPOINT AS to NORDIAG ASA. NORDIAG ASA shall ensure that GENPOINT AS' assets and business are handled appropriately, and keep separate accounting for the companies, until the merger enters into force in a company law sense (cf. Norwegian Public Limited Companies Act, section 13-17 and item 5 below).

The merger is carried through with accounting and tax continuity, so that NORDIAG ASA acquires GENPOINT AS' accounting and tax positions related to the transferred assets, rights and liabilities.

5. Execution plan/sequence of events

The merger agreement with attachments will be considered by the boards of directors in NORDIAG ASA and GENPOINT AS respectively on 27 June 2010. In each of the companies the merger decision is made through approval of the merger plan by the board of directors with general majority.

The merger decisions are reported to the Norwegian Register of Business Enterprises by the boards of directors in each of the companies; cf. the Norwegian Public Limited Companies Act, section 13-24 (5) cf. section 13-14 to 13-16.

Notification of completion of the merger and notification of deletion of GENPOINT AS will be submitted to the Norwegian Register of Business Enterprises, as soon as the deadlines in the creditor notices, which are published on basis of the registration of the dissolution decision in GENPOINT AS, have expired; cf. the Norwegian Public Limited Companies Act, section 13-17. The deadline towards creditors is two months, and includes approximately 4-8 weeks in formal procedures/case consideration, as well as public notice at the register. This means that final registration of completion of the merger will take place approximately 3-4 months after notifications of the merger decision from all the participating companies have been submitted to the Norwegian Register of Business Enterprises. In parallel with registration of the final completion of the merger, cf. the Norwegian Public Limited Companies Act, section 13-17:

- GENPOINT AS will be dissolved, and

- GENPOINT AS' assets, rights and liabilities will be transferred to NORDIAG ASA.

6. Compensation to shareholders in the acquired company

The merger is compensation free and no compensation will be given to shareholders in the companies participating in the merger. The acquiring company, NORDIAG ASA, will through the merger become direct owner of the assets in GENPOINT AS in stead of owning the business through shares in the subsidiary.

7. Employment relationships

All employees in GENPOINT AS will be transferred to NORDIAG ASA at the merger. The employment relationships of these employees will be continued with the same rights and liabilities as in GENPOINT AS through new employment contracts where the only adjustment will be change of employer, from GENPOINT AS to NORDIAG ASA. Current employees in NORDIAG ASA will continue its employment relationships as before. The boards of directors in the companies thus take as a basis that the merger will not have any consequences for the companies' employees.

Information to employees will be given in accordance with the Norwegian Public Limited Companies Act, section 13-11, and the Working Environment Act.

8. Registered office, business name and articles of assoc. of the merged company

The merged company will have its registered office in OSLO municipality. The company's business name will be NorDiag ASA and the company's articles of association are unchanged by the merger.

9. GENPOINT AS' obligations

As from the date the agreement is signed, GENPOINT AS shall not carry out any share issues, distributions of capital or enter into substantial business agreements unless such agreements have been reported to NORDIAG ASA and have been approved by NORDIAG ASA prior to any transactions taking place.

10. Changes to the merger plan

The boards of directors in the companies participating in the merger can jointly make smaller adjustments to the merger plan and other documents until merger completion, provided such adjustments are necessary or desirable and will not harm or be to the disadvantage of shareholders.

11. Costs/expenses in connection with the merger

Expenses incurred in connection with the merger will be covered by NORDIAG ASA. The directors or the general manager will not receive any special payment in relation to the merger. Experts, auditors and lawyers will receive payment for work carried out in connection with the merger, pursuant to further agreement.

12. Disputes

Any disputes between NORDIAG ASA and GENPOINT AS in connection with this merger plan are to be determined in accordance with Norwegian law. OSLO District Court ("tingrett") is the agreed legal venue.

13. Annex to the merger plan

A draft of the opening balance sheet (merger balance sheet) for NORDIAG ASA as at 30 April 2010 (Appendix 1) with the auditor's confirmation of the opening balance sheet (Appendix 2) is attached as an annex to this merger plan

The annual accounts, report of the board of directors and auditor's report for the acquiring company and the acquired company for the last three financial years, 2009, 2008 and 2007, is available for the shareholders at registered office of the acquiring company. Annual accounts, report of the board of directors and auditor's report for the acquiring company is also available on the website of the acquiring company (www.nordiag.com). The aforementioned documents will be submitted free to each shareholder in the acquiring company that asks for this, based on any written inquiries from such shareholders.

Two – 2 – copies of this merger plan have been prepared, one for each of the parties.

Date: May 26, 2010

The Board of Directors in NORDIAG ASA:

Robert V. Ahlgren
sign.

Ann-Kristin Hageløkken
sign.

Hans Hekland
sign.

Mathias Uhlen
sign.

Greta Bentzen
sign.

The Board of Directors in GENPOINT AS:

Mårten Wigstøl
sign.

Hans Hekland
sign.

Tone Kvåle
sign.

Appendix 1: Draft opening balance sheet for the acquiring company
Appendix 2: Auditor's confirmation of the opening balance sheet

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