

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/01/2010
CONVEYING PARTY DATA	
Name	Execution Date
Varian, Inc.	10/29/2010
RECEIVING PARTY DATA	
Name:	Agilent Technologies, Inc.
Street Address:	5301 Stevens Creek Blvd
City:	Santa Clara
State/Country:	CALIFORNIA
Postal Code:	95051
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	5188514
CORRESPONDENCE DATA	
Fax Number:	(408)553-2365
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	408 553-3560
Email:	marcella.wilhite@agilent.com
Correspondent Name:	Marcella Wilhite
Address Line 1:	5301 Stevens Creek Blvd
Address Line 2:	1A-PB
Address Line 4:	Santa Clara, CALIFORNIA 95051
ATTORNEY DOCKET NUMBER:	20102703-06
NAME OF SUBMITTER:	Marcella Wilhite

Total Attachments: 4

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:

"VARIAN, INC.", A DELAWARE CORPORATION,

WITH AND INTO "AGILENT TECHNOLOGIES, INC." UNDER THE NAME OF "AGILENT TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF OCTOBER, A.D. 2010, AT 12:20 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF NOVEMBER, A.D. 2010, AT 3:01 O'CLOCK A.M.


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

3038546 8100M

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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8320761

DATE: 10-29-10

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CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
VARIAN, INC.
INTO
AGILENT TECHNOLOGIES, INC.

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

Agilent Technologies, Inc., a Delaware corporation (the "Company"), does hereby certify:

FIRST: The Company is incorporated pursuant to the General Corporation Law of the State of Delaware.

SECOND: The Company owns 100% of the outstanding shares of capital stock of Varian, Inc., a Delaware corporation ("Varian").

THIRD: The Executive Committee of the Board of Directors of the Company, by resolutions duly adopted on October 28, 2010 (true and correct copies of which are attached hereto as Exhibit A), has authorized the merger of Varian with and into the Company (the "Merger"). Such resolutions have not been modified or rescinded and are in full force and effect on the date hereof.

FOURTH: The Company shall be the surviving corporation of the Merger (the "Surviving Corporation").

FIFTH: At the effective time of the Merger, the name of the Surviving Corporation shall be Agilent Technologies, Inc.

SIXTH: The Certificate of Incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the Surviving Corporation.

SEVENTH: The Merger shall become effective on November 1, 2010 at 3:01 am Eastern Time.

IN WITNESS WHEREOF, Agilent Technologies, Inc. has caused this Certificate of Ownership and Merger to be executed in its corporate name this 29th day of October 2010.

AGILENT TECHNOLOGIES, INC.

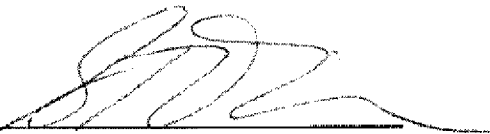
By: 
Stephen D. Williams
Vice President, Assistant General Counsel
and Assistant Secretary

Exhibit A

**RESOLUTIONS OF THE EXECUTIVE COMMITTEE OF THE BOARD OF
DIRECTORS OF AGILENT TECHNOLOGIES, INC.
(the "Company")
APPROVING THE MERGER OF VARIAN, INC.
("VARIAN")
WITH AND INTO THE COMPANY**

WHEREAS: Agilent owns 100% of the outstanding shares of capital stock of Varian, Inc., a Delaware corporation ("Varian"); and

WHEREAS: Agilent and Varian entered into a Plan of Reorganization and Liquidation on June 23, 2010 pursuant to which Agilent would acquire substantially all of the assets of Varian (the "Plan"); and

WHEREAS: It is deemed advisable and in the best interest of Agilent to effect a merger of Varian with and into Agilent and to be possessed of all the estate, property, rights, privileges and franchises of Varian;

NOW, THEREFORE, BE IT RESOLVED: That, pursuant to the Plan, Varian be merged with and into Agilent pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "Merger"); and

RESOLVED FURTHER: That by virtue of the merger, Agilent shall assume all of the liabilities and obligations of Varian; and

RESOLVED FURTHER: That by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of Agilent shall remain unchanged and continue to remain outstanding as one share of common stock of Agilent, held by the person who was the holder of such share of common stock of Agilent immediately prior to the Merger; and

RESOLVED FURTHER: That by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of Varian shall be canceled and no consideration shall be issued in respect thereof; and

RESOLVED FURTHER: That any officer of Agilent shall be and each hereby is authorized and directed to make, execute and file, as appropriate, a certificate of ownership and merger in the office of the Secretary of State of the State of Delaware and to take all such other actions and to execute, verify, and file all other documents necessary or advisable to effectuate the Merger.