

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/12/2002
CONVEYING PARTY DATA	
Name	Execution Date
Emerald Merger Corporation	02/12/2002
RECEIVING PARTY DATA	
Name:	Visualization Technology, Inc.
Street Address:	656 Beacon Street
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02116
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	11602640
CORRESPONDENCE DATA	
Fax Number:	3127758100
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	3127758000
Email:	mhmpto@mcandrews-ip.com
Correspondent Name:	McAndrews, Held & Malloy, Ltd.
Address Line 1:	500 West Madison Street, 34th Floor
Address Line 4:	Chicago, ILLINOIS 60661
ATTORNEY DOCKET NUMBER:	13832US16
NAME OF SUBMITTER:	Philip H. Sheridan
Signature:	/Philip H. Sheridan/
Date:	05/24/2013

CH \$40.00 11602640

Total Attachments: 18

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AGREEMENT AND PLAN OF MERGER

AMONG

GENERAL ELECTRIC COMPANY,

EMERALD MERGER CORPORATION,

VISUALIZATION TECHNOLOGY, INC.

**AND THE VISUALIZATION TECHNOLOGY, INC.
STOCKHOLDERS NAMED HEREIN**

Dated as of February 12, 2002

AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER, dated as of February 12, 2002 (this "Agreement"), is among General Electric Company, a New York Corporation (the "GE Stockholder" or "Parent"), Emerald Merger Corporation, a Delaware corporation and a direct wholly-owned subsidiary of Parent ("Emerald"), Visualization Technology, Inc., a Delaware corporation (the "Company") (Emerald and the Company being hereinafter collectively referred to as the "Constituent Corporations"), and the certain stockholders of the Company set forth on Exhibit A (the "Executing Stockholders").

RECITALS:

- A. The respective Boards of Directors of Emerald and the Company have approved and declared advisable the merger of Emerald with and into the Company with the Company surviving as a wholly owned subsidiary of Parent upon the terms and subject to the conditions of this Agreement (the "Merger"), and the respective Boards of Directors of Emerald and the Company have approved and adopted this Agreement;
- B. The respective Boards of Directors of Emerald and the Company have determined that the Merger is in the best interest of their respective stockholders;
- C. The stockholders of the Company have voted, or by the Closing will have voted, to approve and adopt this Agreement and Plan of Merger; and
- D. For federal income tax purposes, it is intended by the parties hereto that the Merger shall qualify as a reorganization within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended (the "Code"); and the parties intend, by executing this Agreement, to adopt a plan of reorganization within the meaning of Section 368 of the Code.

NOW, THEREFORE, in consideration of the premises, representations, warranties and agreements herein contained, the parties agree as follows:

ARTICLE I THE MERGER

Section 1.1 The Merger. Upon the terms and subject to the conditions hereof, and in accordance with the Delaware General Corporation Law (the "DGCL"), Emerald shall be merged with and into the Company at the Effective Time (as defined in Section 1.2). Following the Merger, the separate corporate existence of Emerald shall cease and the Company shall continue as the surviving corporation (hereinafter sometimes referred to as the "Surviving Corporation") and shall succeed to and assume all the rights and obligations of the Company in accordance with the DGCL. Notwithstanding anything to the contrary herein, at the election of Emerald, any direct wholly-owned Subsidiary (as hereinafter defined) of Parent may be substituted for Emerald as a constituent corporation in the Merger. In such event, the parties agree to execute an appropriate amendment to this Agreement, in form and substance reasonably satisfactory to Emerald and the Company, in order to reflect such substitution.

FEB. 7. 2002 6:26PM

GEMS GLOBAL BD 2625443930

NO. 7692 P. 2

IN WITNESS WHEREOF, Parent, Emerald, the Company and the Executing
Stockholders have caused this Agreement to be signed by their respective officers thereunto duly
authorized all as of the date first written above.

GENERAL ELECTRIC COMPANY,
a New York Corporation

By: 

Name: J. Keith Morgan

Title: Vice President and General Counsel,
GE Medical Systems

EMERALD MERGER CORPORATION
a Delaware Corporation

By: 

Name: J. Keith Morgan

Title: Secretary

VISUALIZATION TECHNOLOGY, INC.
a Delaware Corporation

By: _____

Name: _____

Title: _____

Signatures Continue on Next Page

IN WITNESS WHEREOF, Parent, Emerald, the Company and the Executing Stockholders have caused this Agreement to be signed by their respective officers thereunto duly authorized all as of the date first written above.

GENERAL ELECTRIC COMPANY,
a New York Corporation

By: _____
Name: J. Keith Morgan
Title: Vice President and General Counsel,
GE Medical Systems

EMERALD MERGER CORPORATION
a Delaware Corporation

By: _____
Name: J. Keith Morgan
Title: Secretary

~~**VISUALIZATION TECHNOLOGY, INC.**~~
a Delaware Corporation

By: Radiology Foundation
Name: F. J. Joloz
Title: Board Member



Signatures Continue on Next Page

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IN WITNESS WHEREOF, Parent, Emerald, the Company and the Executing
Stockholders have caused this Agreement to be signed by their respective officers thereunto duly
authorized all as of the date first written above.

GENERAL ELECTRIC COMPANY,
a New York Corporation

By: _____
Name: J. Keith Morgan
Title: Vice President

EMERALD MERGER CORPORATION
a Delaware Corporation

By: _____
Name: J. Keith Morgan
Title: Secretary

VISUALIZATION TECHNOLOGY, INC.
a Delaware Corporation

By: _____
Name: _____
Title: _____

[STOCKHOLDER]



James Martin
78 Nichols Rd.
Cohasset, MA 02038

GP33181.DOC

Feb. 10 2002 02:21PM P2

PHONE NO. : 7813838832

FROM : JAMES MARTIN

[STOCKHOLDER]

please sign here X
for

~~SECRET~~

Francis J. Jones

Feb 11 02 09:06a

SkinHealth, Inc.


(617) 454-1451

p.3

[STOCKHOLDER]

Sign
here

X

A handwritten signature in black ink, appearing to be "A. Chen", written over a horizontal line.

Feb 12 02 10:53a
SENT BY: BOSTON, MA

Covington Associates
2-12-2 10:41AM WHEELER, WHEELER & CO.

617-314-3955

617 314 3955:7

P.7

[STOCKHOLDER]

Partner
Deborah Kay, Treasurer
Wheeler & Co.

0242958 12-Feb-02 10:56A

[STOCKHOLDER]

please
sign
here



James Madan
78 Nichols Rd.
Cohasset, MA 02020

Feb. 11 2002 05:42PM P3

PHONE NO. : 7813830832

FROM : JAMES MADAN

0242884 11-Feb-02 05:24P

[STOCKHOLDER]

pu
2
hate

x *Linnka Linde*

2/10/02

[STOCKHOLDER]

ASCENT VENTURE PARTNERS, L.P.

By: Ascent Venture Management, LLC,
Its General Partner

By:

Name:

Title:

Grand J. Holsten
Manager

ASCENT VENTURE PARTNERS II, L.P.

By: Ascent Venture Management II, L.P.,
Its General Partner
By: Ascent Management SBIC Corp.
Its General Partner

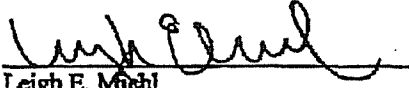
By:

Name:

Title:

Grand J. Holsten
Managing Director

[STOCKHOLDER]


Leigh E. Muhl

[STOCKHOLDER]

ASCENT VENTURE PARTNERS, L.P.

By: Ascent Venture Management, LLC,
Its General Partner

By:
Name:
Title:

ASCENT VENTURE PARTNERS II, L.P.

By: Ascent Venture Management II, L.P.,
Its General Partner
By: Ascent Management SBIC Corp.
Its General Partner

By:
Name:
Title:

LE SERRE

By: Frank M. Polestra
Name: Frank M. Polestra
Title: PARTNER

IN WITNESS WHEREOF, Parent, Emerald, the Company and the Executing
Stockholders have caused this Agreement to be signed by their respective officers thereunto duly
authorized all as of the date first written above.

GENERAL ELECTRIC COMPANY,
a New York Corporation

By: _____
Name: J. Keith Morgan
Title: Vice President

EMERALD MERGER CORPORATION
a Delaware Corporation

By: _____
Name: J. Keith Morgan
Title: Secretary

VISUALIZATION TECHNOLOGY, INC.
a Delaware Corporation

By: _____
Name: _____
Title: _____

[STOCKHOLDER]



James Martin
78 Nichols Rd.
Concord, MA 02025

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TRUSTEE MARTEN / FAMILY
CHARITABLE
FOUNDATION

Feb. 11 2002 09:59AM P3

PHONE NO. : 7813830832

FROM : JAMES MARTEN

[STOCKHOLDER]

John H. Volante

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IN WITNESS WHEREOF, Parent Emerald, the Company and the Executing Stockholders have caused this Agreement to be signed by their respective officers thereunto duly authorized all as of the date first written above.

GENERAL ELECTRIC COMPANY,
a New York Corporation

By: _____
Name: J. Keith Morgan
Title: Vice President and General Counsel,
GE Medical Systems

EMERALD MERGER CORPORATION
a Delaware Corporation

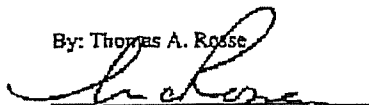
By: _____
Name: J. Keith Morgan
Title: Secretary

VISUALIZATION TECHNOLOGY, INC.
a Delaware Corporation

By: _____
Name: _____
Title: _____

Stockholders:

By: Thomas A. Rosse



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Document3

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IN WITNESS WHEREOF, Parent, Emerald, the Company and the Executing Stockholders have caused this Agreement to be signed by their respective officers thereunto duly authorized all as of the date first written above.

GENERAL ELECTRIC COMPANY,
a New York Corporation

By: _____
Name: J. Keith Morgan
Title: Vice President and General Counsel,
GE Medical Systems

EMERALD MERGER CORPORATION
a Delaware Corporation

By: _____
Name: J. Keith Morgan
Title: Secretary

VISUALIZATION TECHNOLOGY, INC.
a Delaware Corporation

By: _____
Name: _____
Title: _____

Stockholders:

By: Thomas A. Rosse 1985 Irrevocable Children's Trust

Thomas A. Rosse

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Document5

0242850 11-Feb-02 03:53P

FEB. -11' 02 (MON) 15:45 ROSSE ENTERPRISES

TEL:617 338 9895

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02/11/2002 15:34 16177341445

CARESTAT INC

PAGE 07/07

FEB. -11' 02 (MON) 11:13 ROSSE ENTERPRISES

TEL:617 338 9895

P.008

IN WITNESS WHEREOF, Parent, Emerald, the Company and the Executing Stockholders have caused this Agreement to be signed by their respective officers thereunto duly authorized all as of the date first written above.

GENERAL ELECTRIC COMPANY,
a New York Corporation

By: _____
Name: J. Keith Morgan
Title: Vice President and General Counsel,
GE Medical Systems

EMERALD MERGER CORPORATION
a Delaware Corporation

By: _____
Name: J. Keith Morgan
Title: Secretary

VISUALIZATION TECHNOLOGY, INC.
a Delaware Corporation

By: _____
Name: _____
Title: _____

By: Robert L. Berger, M.D.

Robert L. Berger

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