#### 04/22/2014 502777000

# PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 EPAS ID: PAT2823595

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/16/2003

## **CONVEYING PARTY DATA**

Name	Execution Date
ALARIS MEDICAL SYSTEMS, INC.	06/30/2003

## **RECEIVING PARTY DATA**

Name:	ALARIS MEDICAL, INC.	
Street Address:	10221 WATERIDGE CIRCLE	
City:	SAN DIEGO	
State/Country:	CALIFORNIA	
Postal Code:	92121	

# **PROPERTY NUMBERS Total: 1**

Property Type	Number
Application Number:	13225229

## CORRESPONDENCE DATA

Fax Number: (949)851-9348

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via

US Mail.

Phone: 9498510633

Email: svelazquez@mwe.com

**Correspondent Name:** М

Address Line 1: 4 PARK PLAZA Address Line 2: **SUITE 1700** 

Address Line 4: IRVINE, CALIFORNIA 92614

ATTORNEY DOCKET NUMBER:	080625-0060	
NAME OF SUBMITTER:	M. TODD HALES, REG. NO. 60472	
IGNATURE: /M. Todd Hales/		
DATE SIGNED:	04/22/2014	

## **Total Attachments: 3**

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> **REEL: 032726 FRAME: 0689** 502777000

PATENT

# CERTIFICATE OF OWNERSHIP AND MERGER

**OF** 

# ALARIS MEDICAL SYSTEMS, INC.

(a Delaware corporation)

## INTO

# ALARIS MEDICAL, INC.

(a Delaware corporation)

ALARIS Medical, Inc., a Delaware corporation (the "Parent"),

## DOES HEREBY CERTIFY:

FIRST: That the Parent was incorporated on September 28, 1988 under the name Advanced Medical Technologies, Inc., pursuant to the Delaware General Corporation Law (the "DGCL").

SECOND: That the Parent owns one hundred percent (100%) of the outstanding shares of the common stock, par value \$0.01 per share, of ALARIS Medical Systems, Inc. (the "Subsidiary"), a corporation incorporated on October 14, 1994, pursuant to the DGCL, and the Parent has no other classes of stock outstanding entitled to vote under Section 253 of the DGCL.

**THIRD**: On June 16, 2003, the Board of Directors of the Parent adopted the following resolutions to merge the Subsidiary into the Parent and to change the name of the Parent from "ALARIS Medical, Inc." to "ALARIS Medical Systems, Inc.":

RESOLVED, that effective upon the filing of an appropriate Certificate of Ownership and Merger embodying these resolutions with the Secretary of State of the State of Delaware (the "Effective Time"), the Parent shall merge the Subsidiary into the Parent and the separate corporate existence of the Subsidiary shall cease and the Parent shall continue as the surviving corporation; and that at the Effective Time, all of the estate, property, rights, privileges, powers and franchises of the Subsidiary be vested in and held and enjoyed by the Parent as fully and entirely and without change or diminution as the same were held and enjoyed by the Subsidiary in its name prior to the Effective Time; and be it further

**RESOLVED**, that at the Effective Time, the Parent shall assume all of the obligations of the Subsidiary; and be it further

RESOLVED, that at the Effective Time, the Parent shall change its corporate name to "ALARIS Medical Systems, Inc.", and the Restated Certificate

PATENT REEL: 032726 FRAME: 0690 of Incorporation of the Parent shall be amended to change the name of the Parent from "ALARIS Medical, Inc." to "ALARIS Medical Systems, Inc."; and be it further

RESOLVED, that the President or any Vice President of the Parent be, and each hereby is, authorized to make and execute, and the Secretary or any Assistant Secretary be, and each hereby is, authorized to attest to, a Certificate of Ownership and Merger setting forth a copy of these resolutions providing for the merger of the Subsidiary into the Parent, and the date of adoption hereof, and to cause the same to be filed with the Secretary of State of the State of Delaware and to do all acts and things, whatsoever within or without the State of Delaware, which may be in any way necessary or appropriate to effect said merger; and be it further

RESOLVED, that the proper officers of the Parent be, and each of them hereby is, authorized, directed and empowered in the name and on behalf of the Parent, under its corporate seal or otherwise, to execute and deliver any and all other agreements, documents, certificates, instruments and financing statements and perform any and all further acts as any such officer shall deem necessary or appropriate to effect the purposes and intent of the foregoing resolutions, and each of them, and to consummate the transactions contemplated herein.

FIFTH: That, in accordance with Section 253(b) of the DGCL, the Restated Certificate of Incorporation of the Parent is hereby amended to change the name of the Parent from "ALARIS Medical, Inc." to "ALARIS Medical Systems, Inc."

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IN WITNESS WHEREOF, the undersigned have executed this Certificate of Ownership and Merger as of this <u>35</u> day of June, 2003.

ALARIS MEDICAL, INC.

David L. Schlotterbeck

President and Chief Executive Officer

ATTEST:

Stuart E. Rickerson Secretary

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**PATENT REEL: 032726 FRAME: 0692** 

RECORDED: 04/22/2014