

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4953395

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	12/31/2017

CONVEYING PARTY DATA	
Name	Execution Date
MALVERN BIOSCIENCES, INC.	12/26/2017
PANALYTICAL INC.	12/26/2017
ANALYTICAL SPECTRAL DEVICES, INC.	12/26/2017

NEWLY MERGED ENTITY DATA	
Name	Execution Date
MALVERN INSTRUMENTS INCORPORATED	12/27/2017

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)	
Name:	MALVERN PANALYTICAL INC.
Street Address:	117 FLANDERS ROAD
City:	WESTBOROUGH
State/Country:	MASSACHUSETTS
Postal Code:	01581

PROPERTY NUMBERS Total: 10	
Property Type	Number
Patent Number:	6485173
Patent Number:	6869214
Patent Number:	9103782
Patent Number:	9404876
Patent Number:	8635045
Patent Number:	8449175
Patent Number:	8827549
Patent Number:	5813763
Patent Number:	5967659
Application Number:	15192712

CORRESPONDENCE DATA	
Fax Number:	(703)760-7777
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>	
PATENT	

using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 703-760-7730
Email: njones@mofo.com
Correspondent Name: NATHAN VOGLER
Address Line 1: C/O MORRISON & FOERSTER LLP
Address Line 2: 1650 TYSONS BLVD SUITE 400
Address Line 4: MCLEAN, VIRGINIA 22102

ATTORNEY DOCKET NUMBER:	73971-28000.00
NAME OF SUBMITTER:	NATHAN VOGLER
SIGNATURE:	/NathanVogler/
DATE SIGNED:	05/09/2018

Total Attachments: 15

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**DF
PC****The Commonwealth of Massachusetts**

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

Articles of Merger

FORM MUST BE TYPED

**Involving Domestic Corporations,
Foreign Corporations or Foreign Other Entities**
(General Laws Chapter 156D, Section 11.06; 950 CMR 113.37)

Exact name, jurisdiction and date of organization of each party to the merger:

(1) EXACT NAME (2) JURISDICTION DATE OF ORGANIZATION

Malvern Instruments Incorporated Massachusetts October 1, 1984Panalytical Inc. Delaware July 5, 2002Malvern Biosciences, Inc. Delaware May 7, 2012Analytical Spectral Devices, Inc. Colorado February 26, 1990(3) The foreign corporation or other entity ☐ is / ☐ is not* authorized to conduct business in the Commonwealth.
Panalytical Inc. is authorized to conduct business in the Commonwealth. Malvern Biosciences, Inc. is not authorized to conduct business in the Commonwealth and Analytical Spectral Devices, Inc. is not authorized to conduct business in the Commonwealth.(4) Exact name of the surviving entity: Malvern Instruments Incorporated(5) Jurisdiction under the laws of which the surviving entity will be organized: Massachusetts

(6) The merger shall be effective at the time and on the date approved by the Division, unless a later effective date not more than 90 days from the date and time of filing is specified: _____

(7-8) For each domestic corporation that is a party to the merger:**

(check appropriate box)

☐ The plan of merger was duly approved by the shareholders, and where required, by each separate voting group as provided by G.L. Chapter 156D and the articles of organization.

OR

☒ The plan of merger did not require the approval of the shareholders.

(9) Participation of each other domestic entity, foreign corporation, or foreign other entity was duly authorized by the law under which the other entity or foreign corporation is organized and by its organizational documents.

* Check appropriate box

** Provide this information for each domestic corporation separately

- (10) Attach any amendment to articles of organization of the surviving entity, where the survivor is a domestic business corporation.

See Exhibit A attached hereto.

- (11) Attach the articles of organization of the surviving entity, where the survivor is a NEW domestic business corporation, including all the supplemental information required by 950 CMR 113.16.

Not applicable

- (12) State the executive office address of the surviving foreign other entity if such information is not on the public record in the foreign jurisdiction: Not applicable

(number, street, city or town, state, zip code)

Exhibit A

The Articles of Organization of Malvern Instruments Incorporated are hereby amended by deleting Article 1 in its entirety and replacing it as follows:

"1. The name by which the Corporation shall be known is Malvern Panalytical Inc."

Malvern Instruments Incorporated

Signed by: _____

Peter La Puma

(signature of authorized individual)

- ☐ Chairman of the board of directors,
☒ President,
☐ Other officer,
☐ Court-appointed fiduciary,

on this 26th day of December, 2017

Signed by: _____

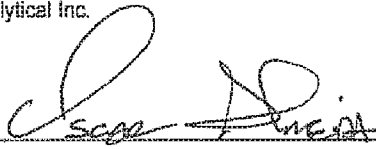
Gus Panagakis

(signature of authorized individual)

- ☐ Chairman of the board of directors,
☐ President,
☒ Other officer,
☐ Court-appointed fiduciary,

on this 26th day of December, 2017

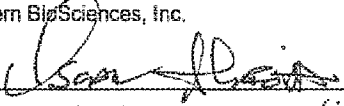
Panalytical Inc.

Signed by: 
Oscar Almeida (signature of authorized individual)

- ☐ Chairman of the board of directors,
☐ President,
☒ Other officer,
☐ Court-appointed fiduciary,

on this 26th day of December 2017

Maivern BioSciences, Inc.

Signed by: 
Oscar Almeida (signature of authorized individual)

- ☐ Chairman of the board of directors,
☐ President,
☒ Other officer,
☐ Court-appointed fiduciary,

on this 26th day of December 2017

Analytical Spectral Devices, Inc.

Signed by: _____

Oscar Almeida

(signature of authorized individual)

- ☐ Chairman of the board of directors,
☐ President,
☒ Other officer,
☐ Court-appointed fiduciary,

on this 26th day of December 2017, _____

Signed by: _____

(signature of authorized individual)

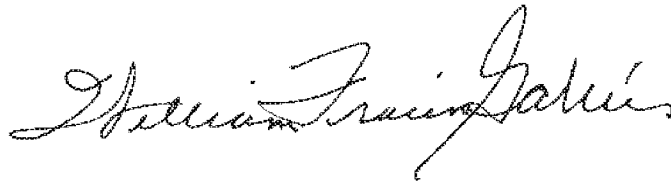
- ☐ Chairman of the board of directors,
☐ President,
☐ Other officer,
☐ Court-appointed fiduciary,

on this _____ day of _____, _____

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

January 02, 2018 12:28 PM

A handwritten signature in cursive script, reading "William Francis Galvin". The signature is written in dark ink and is centered on the page.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

Delaware

The First State

Page 1

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 MERGER, WHICH MERGES:

"MALVERN BIOSCIENCES, INC.", A DELAWARE CORPORATION,

"PANALYTICAL INC.", A DELAWARE CORPORATION,

"ANALYTICAL SPECTRAL DEVICES, INC.", A COLORADO CORPORATION,

WITH AND INTO "MALVERN INSTRUMENTS INCORPORATED" UNDER THE NAME OF "MALVERN INSTRUMENTS INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MASSACHUSETTS, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2017, AT 3:49 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2017 AT 11:59 O'CLOCK P.M.

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



A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

6683665 8100M
SR# 20177827848

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

Authentication: 201912038
Date: 01-03-18

PATENT
REEL: 045754 FRAME: 0065

**CERTIFICATE OF MERGER
OF
PANALYTICAL INC., A DELAWARE CORPORATION,
MALVERN BIOSCIENCES, INC., A DELAWARE CORPORATION,
AND ANALYTICAL SPECTRAL DEVICES, INC., A COLORADO CORPORATION
INTO
MALVERN INSTRUMENTS INCORPORATED, A MASSACHUSETTS
CORPORATION**

Pursuant to Title 8, Section 252 of the General Corporation Law of the State of Delaware (the "DGCL"), the undersigned corporation executed the following Certificate of Merger:

1. The name of each constituent corporation is Panalytical Inc., a Delaware corporation, Malvern Biosciences, Inc., a Delaware corporation and Analytical Spectral Devices, Inc., a Colorado corporation (hereinafter called the "Merging Corporations"), and the name of the corporation into which the Merging Corporations propose to merge is Malvern Instruments Incorporated, a Massachusetts corporation.
2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the provisions of Section 252 of the DGCL, Section 7-90-203.3 of the Colorado Business Corporation Act and Section 11.02 of the Massachusetts Business Corporation Act.
3. The name of the surviving corporation is Malvern Panalytical Inc.
4. The certificate of incorporation of the surviving corporation shall be its certificate of incorporation.
5. The executed Agreement and Plan of Merger is on file at the surviving corporation's offices located 117 Flanders Road, Westborough, MA 01581.
6. A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.
7. The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding pursuant to the provisions of Section 262 of the DGCL, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at 117 Flanders Road, Westborough, MA 01581.
8. This Certificate of Merger shall be effective at 11:59 p.m., Eastern Time, on December 31, 2017.

[Signature Follows on Next Page]

IN WITNESS WHEREOF, the surviving corporation has caused this certificate to be signed by an authorized officer on December 27, 2017.

Malvern Instruments Incorporated

By: [Signature]

Name: Dawn Sims

Title: Controller / Corporate Secretary

[Signature Page to Certificate of Merger]

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE OF DOCUMENT FILED

I, Wayne W. Williams, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Merger

with Document # 20171965432 of
Malvern Instruments Incorporated

(Entity ID # 20171965432)

consisting of 4 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 12/29/2017 that have been posted, and by documents delivered to this office electronically through 01/02/2018 @ 11:24:40.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 01/02/2018 @ 11:24:40 in accordance with applicable law. This certificate is assigned Confirmation Number 10631681



A handwritten signature in cursive script, reading "Wayne W. Williams".

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."

Document processing fee

If document is filed on paper

\$150.00

If document is filed electronically

Currently Not Available

20171965432

\$150.00

Fees & forms/cover sheets are
subject to change.

SECRETARY OF STATE

12/28/2017 13:41:12

To file electronically, access instructions
for this form/cover sheet and other
information or print copies of filed
documents, visit www.sos.state.co.us
and select Business.

Paper documents must be typewritten or machine printed.

ABOVE SPACE FOR OFFICE USE ONLY

Statement of Merger

(Surviving Entity is a Foreign Entity)

filed pursuant to § 7-90-203.7 and § 7-90-204.5 of the Colorado Revised Statutes (C.R.S.)

1. For each merging entity, its ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

(Caution: At least one merging entity must be an entity formed under the laws of Colorado.)

ID Number	<u>19901010567</u> (Colorado Secretary of State ID number)		
Entity name or true name	<u>Analytical Spectral Devices, Inc.</u>		
Form of entity	<u>Corporation</u>		
Jurisdiction	<u>Colorado</u>		
<u>Street</u> address	<u>2555 55th Street</u> (Street number and name)		
	<u>Boulder</u> (City)	<u>CO</u> (State)	<u>80301</u> (ZIP/Postal Code)
	<u></u> (Province – if applicable)	<u>USA</u> (Country)	
<u>Mailing</u> address (leave blank if same as street address)	<u></u> (Street number and name or Post Office Box information)		
	<u></u> (City)	<u></u> (State)	<u></u> (ZIP/Postal Code)
	<u></u> (Province – if applicable)	<u></u> (Country)	

ID Number	<u></u> (Colorado Secretary of State ID number)
Entity name or true name	<u>Malvern Biosciences, Inc.</u>
Form of entity	<u>Corporation</u>

Jurisdiction Delaware

Street address 7221 Lee Deforest Drive, Suite 300
(Street number and name)

Columbia MD 21046
(City) (State) (ZIP/Postal Code)

USA
(Province - if applicable) (Country)

Mailing address
(leave blank if same as street address) (Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)

(Province - if applicable) (Country)

ID Number
(Colorado Secretary of State ID number)

Entity name or true name Panalytical Inc.

Form of entity Corporation

Jurisdiction Delaware

Street address 117 Flanders Road
(Street number and name)

Westborough MA 01581
(City) (State) (ZIP/Postal Code)

USA
(Province - if applicable) (Country)

Mailing address
(leave blank if same as street address) (Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)

(Province - if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

☐ There are more than three merging entities and the ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and the principal address of each additional merging entity is stated in an attachment.

2. For the surviving entity which is a foreign entity, its entity ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

(Caution: The surviving entity cannot be an entity formed under the laws of Colorado.)

ID Number
(Colorado Secretary of State ID number)

Entity name or true name Malvern Instruments Incorporated

Form of entity Corporation

Jurisdiction Massachusetts

Street address 117 Flanders Road
(Street number and name)

Westborough MA 01581
(City) (State) (ZIP/Postal Code)

USA
(Province – if applicable) (Country)

Mailing address
 (leave blank if same as street address) (Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)
(Province – if applicable) (Country)

3. Each merging entity has been merged into the surviving foreign entity.

4. (If the following statement applies, adopt the statement by marking the box and state the appropriate document number(s).)

- ☐ One or more of the merging entities is a registrant of a trademark described in a filed document in the records of the secretary of state and the document number of each filed document is

Document number _____

Document number _____

Document number _____

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

- ☐ There are more than three trademarks and the document number of each additional trademark is stated in an attachment.

5. (Mark the applicable box and complete the statement. **Caution:** Mark only one box.)

- ☐ The surviving foreign entity maintains a registered agent in this state.

OR

- ☒ The surviving foreign entity does not maintain a registered agent in this state and service of process may be addressed to the entity and mailed to the principal address pursuant to section 7-90-704 (2), C.R.S.

OR

- ☐ The surviving foreign entity has not maintained a registered agent in this state and appoints a registered agent to accept service pursuant to section 7-90-204.5, C.R.S. The person appointed as registered agent has consented to being so appointed. Such registered agent's name and address are

Name
 (if an individual)

(Last) (First) (Middle) (Suffix)

OR

(if an entity)

(Caution: Do not provide both an individual and an entity name.)

Street address

(Street number and name)

(City)

CO
(State)

(ZIP Code)

Mailing address

(leave blank, if same as street address)

(Street number and name or Post Office Box information)

(City)

CO
(State)

(ZIP Code)

6. (If applicable, adopt the following statement by marking the box and include an attachment.)

☐ This document contains additional information as provided by law.

7. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document are December 31, 2017 at 11:59 p.m. EST.
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

8. The true name and mailing address of the individual causing this document to be delivered for filing are

Panagakis	Gus		
(Last)	(First)	(Middle)	(Suffix)
117 Flanders Road			
(Street number and name or Post Office Box information)			
Westborough			
(City)	MA	01581	
	(State)	(ZIP/Postal Code)	
	USA		
(Province - if applicable)	(Country)		

(If applicable, adopt the following statement by marking the box and include an attachment.)

☐ This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.