

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5303451

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER	
EFFECTIVE DATE:	10/04/2011	
CONVEYING PARTY DATA		
	Name	Execution Date
	QUANTALIFE, INC.	10/04/2011
RECEIVING PARTY DATA		
Name:	BIO-RAD QL, INC.	
Street Address:	7068 KOLL CENTER PARKWAY, SUITE 401	
City:	PLEASANTON	
State/Country:	CALIFORNIA	
Postal Code:	94566	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	16236116
CORRESPONDENCE DATA		
Fax Number:	(503)972-9115	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	503-224-6655	
Email:	mandi@khpatent.com	
Correspondent Name:	JAMES R. ABNEY / KOLISCH HARTWELL, P.C.	
Address Line 1:	520 S.W. YAMHILL ST., SUITE 300	
Address Line 4:	PORTLAND, OREGON 97204	
ATTORNEY DOCKET NUMBER:	QLI304CONDIV	
NAME OF SUBMITTER:	JAMES R. ABNEY	
SIGNATURE:	/ James R. Abney /	
DATE SIGNED:	12/28/2018	
Total Attachments: 5		
source=Certificate_of_Merger_Quantalife_to_BioRad_QL_QLI304CONDIV#page1.tif		
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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 MERGER, WHICH MERGES:

"BIO-RAD ACQUISITION CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "QUANTALIFE, INC." UNDER THE NAME OF "BIO-RAD QL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF OCTOBER, A.D. 2011, AT 5:22 O'CLOCK P.M.

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

4687851 8100M

111070344

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9072028

DATE: 10-04-11

PATENT
REEL: 047872 FRAME: 0101

**CERTIFICATE OF MERGER
OF
BIO-RAD ACQUISITION CORPORATION
(A DELAWARE CORPORATION)
WITH AND INTO
QUANTALIFE, INC.
(A DELAWARE CORPORATION)**

Pursuant to the provisions of Section 251 of the Delaware General Corporation Law (the "DGCL"), QuantaLife, Inc. certifies as follows:

FIRST: The constituent corporations to the merger are:

- (a) Bio-Rad Acquisition Corporation, a Delaware corporation; and
- (b) QuantaLife, Inc., a Delaware corporation.

SECOND: An Agreement and Plan of Merger, dated September 29, 2011, was approved, adopted, executed and acknowledged by each of Bio-Rad Acquisition Corporation and QuantaLife, Inc. in accordance with the provisions of Section 251 of the DGCL.

THIRD: The name of the surviving corporation is QuantaLife, Inc. (the "Surviving Corporation"). The name of the Surviving Corporation shall be amended in the merger to be "Bio-Rad QL, Inc."

FOURTH: The merger shall be effective at the time this Certificate of Merger is filed with the Delaware Secretary of State.

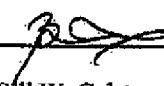
FIFTH: The Third Amended and Restated Certificate of Incorporation attached hereto as Exhibit A shall be the Certificate of Incorporation of the Surviving Corporation as of the effective date of the merger.

SIXTH: An executed copy of the Agreement and Plan of Merger is on file at the offices of the Surviving Corporation, the address of which is 7068 Koll Center Parkway Suite 401, Pleasanton, CA 94566 and shall be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

[Signature page follows]

IN WITNESS WHEREOF, the QuantaLife, Inc. has executed this Certificate of Merger as
of October 4, 2011.

QUANTALIFE, INC.

By: _____

Name: Bill W. Colston

Title: Chief Executive Officer

[Signature Page to Certificate of Merger]

EXHIBIT A

**THIRD AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
BIO-RAD QL, INC.**

ARTICLE I

The name of the corporation is **BIO-RAD QL, INC.** (the "Corporation").

ARTICLE II

The address of the Corporation's registered office in the State of Delaware is 615 South Dupont Highway, City of Dover, County of Kent, Delaware 19901 and the name of its registered agent at the registered office is National Corporate Research, Ltd.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.

ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock having a par value of \$0.001 per share.

ARTICLE V

In furtherance of and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the Corporation is expressly authorized to make, amend or repeal Bylaws of the Corporation.

ARTICLE VI

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. Elections of directors need not be by written ballot unless otherwise provided in the Bylaws of the Corporation.

ARTICLE VII

(A) To the fullest extent permitted by the Delaware General Corporation Law (the "**DGCL**"), as the same may be amended from time to time, or by any other applicable state law, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. If the DGCL or other applicable state law is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the DGCL or such other applicable state law, as so amended.

(B) To the fullest extent permitted by applicable law, the Corporation is also authorized to provide indemnification of (and advancement of expenses to) such directors and officers (and any other persons to which Delaware or other applicable state law permits the Corporation to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the DGCL or other applicable state law, subject only to limits created by applicable Delaware or other state law (statutory or non-statutory), with respect to actions for breach of duty to a corporation, its stockholders, and others.

(C) Any repeal or modification of the foregoing provisions of this Article VII shall not adversely affect any right or protection of a director or officer of the Corporation, or other person indemnified by the Corporation, with respect to any acts or omissions of such director, officer or other person existing at the time of such repeal or modification.

ARTICLE VIII

The By-laws of the Corporation may be made, altered, or repealed by vote of the stockholders at any annual meeting or at any special meeting called for the purpose or, except as otherwise provided in these By-laws or by law, by vote of a majority of the authorized number of directors at any regular or special meeting or by unanimous written consent of the directors.