

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

EPAS ID: PAT5935854

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME	
<b>EFFECTIVE DATE:</b>	12/31/2019	
<b>CONVEYING PARTY DATA</b>		
	<b>Name</b>	<b>Execution Date</b>
	AESYNT HOLDINGS, INC.	12/30/2019
<b>NEWLY MERGED ENTITY DATA</b>		
	<b>Name</b>	<b>Execution Date</b>
	OMNICELL, INC.	12/30/2019
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>		
<b>Name:</b>	OMNICELL, INC.	
<b>Street Address:</b>	590 E. MIDDLEFIELD ROAD	
<b>City:</b>	MOUNTAIN VIEW	
<b>State/Country:</b>	CALIFORNIA	
<b>Postal Code:</b>	94043	
<b>PROPERTY NUMBERS Total: 1</b>		
	<b>Property Type</b>	<b>Number</b>
	Application Number:	16775863
<b>CORRESPONDENCE DATA</b>		
<b>Fax Number:</b>	(704)444-1111	
<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>		
<b>Phone:</b>	704-444-1000	
<b>Email:</b>	usptomail@alston.com	
<b>Correspondent Name:</b>	ALSTON & BIRD LLP	
<b>Address Line 1:</b>	101 S TRYON ST, SUITE 4000	
<b>Address Line 2:</b>	BANK OF AMERICA PLAZA	
<b>Address Line 4:</b>	CHARLOTTE, NORTH CAROLINA 28280-4000	
<b>ATTORNEY DOCKET NUMBER:</b>	063264/515953	
<b>NAME OF SUBMITTER:</b>	JONATHAN A. THOMAS	
<b>SIGNATURE:</b>	/Jonathan A. Thomas/	
<b>DATE SIGNED:</b>	01/29/2020	

**Total Attachments: 4**

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# 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 OWNERSHIP, WHICH MERGES:

"AESYNT HOLDINGS, INC.", A DELAWARE CORPORATION, WITH AND INTO "OMNICELL, INC." UNDER THE NAME OF "OMNICELL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2019, AT 8:37 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2019 AT 12:03 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

3213344 8100M  
SR# 20198903710

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 204321168  
Date: 12-30-19

**PATENT**  
**REEL: 051660 FRAME: 0494**

**CERTIFICATE OF OWNERSHIP AND MERGER**

of

**Aesynt Holdings, Inc.**  
**(a Delaware corporation)**

with and into

**Omnicell, Inc.**  
**(a Delaware corporation)**

Pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"), Omnicell, Inc., a Delaware corporation (the "Corporation"),

**DOES HEREBY CERTIFY:**

**FIRST:** That the Corporation was incorporated pursuant to the DGCL.

**SECOND:** That the Corporation owns all the outstanding shares of each class of the capital stock of Aesynt Holdings, Inc., a Delaware corporation (the "Subsidiary Corporation").

**THIRD:** That the Corporation, by the following resolutions of its board of directors, duly adopted on November 6, 2019, determined to merge the Subsidiary Corporation into itself (the "Merger"), with the Corporation being the sole surviving entity:

RESOLVED, that pursuant to Section 253 of the DGCL, in the Merger, the Subsidiary Corporation shall be merged with and into the Corporation, whereupon the separate existence of the Subsidiary Corporation shall cease, and the Corporation shall be the surviving corporation (the "Surviving Corporation") of the Merger;

RESOLVED FURTHER, that the Merger is hereby approved pursuant to the provisions of Section 253 of the DGCL;

RESOLVED FURTHER, that the Merger shall become effective upon the filing of the Certificate of Ownership and Merger with the Delaware Secretary of State, or at such time as is validly specified therein (the "Effective Time");

RESOLVED FURTHER, that from and after the Effective Time, until successors are duly elected or appointed in accordance with applicable law, the directors of the Corporation at the Effective Time shall be the directors of the Surviving Corporation, and the officers of the Corporation at the Effective Time shall be the officers of the Surviving Corporation;

RESOLVED FURTHER, that from and after the Effective Time, the bylaws of the Corporation shall continue to be the bylaws of the Surviving Corporation;

RESOLVED FURTHER, that from and after the Effective Time, the certificate of incorporation of the Corporation shall be the certificate of incorporation of the Surviving Corporation; and

RESOLVED FURTHER, that from and after the Effective Time, the name of the Surviving Corporation shall be "Omniceil, Inc."

**FOURTH:** That the Corporation shall be the surviving corporation of the Merger.

**FIFTH:** That the certificate of incorporation of the Corporation as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the Surviving Corporation.

**SIXTH:** The Merger shall become effective as of December 31, 2019 at 12:03pm ET.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by a duly authorized officer, declaring that the facts stated herein are true.

OMNICELL, INC., a Delaware corporation



By: \_\_\_\_\_  
Name: Joseph E. Spears  
Title: Senior Vice President and Chief  
Accounting Officer  
Date: December 30, 2019

*[Signature Page to Omnicell, Inc.-Aesynt Holdings, Inc. Certificate of Ownership and Merger]*

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