

04-28-2003



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Resumen

TO The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID#
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

10-30-02

Conveyance Type

- Assignment
  - Security Agreement
  - Merger
  - Change of Name
  - Other
  - License
  - Nunc Pro Tunc Assignment
- Effective Date  
Month Date Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment)

11/26/2002 LNUJELLER 00000036 2039425

FOR OFFICE USE ONLY

01 FC:0521 40.00 OP  
02 FC:0522 75.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C., 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C., 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 002718 FRAME: 0676

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

(407) 649-4000

Name

Jill Sarnoff Riola, Esq.

Address (line 1)

BAKER & HOSTETLER, LLP

Address (line 2)

200 S. Orange Avenue

Address (line 3)

Suite 2300

Address (line 4)

Orlando, FL 32801

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

5

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

2039425	2041242	2041243
2065669	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

4

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

115.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

02-0398

Authorization to charge additional fees:

Yes

No

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Jill Sarnoff Riola, Esq.

Name of Person Signing

Signature

October 29, 2002

Date Signed

<SEQUENCE>2  
 <DESCRIPTION>AGREEMENT AND PLAN OF MERGER  
 <TEXT>  
 <PAGE>

EXHIBIT 2.1

AGREEMENT AND PLAN OF  
 MERGER

BY AND AMONG

LAM RESEARCH CORPORATION,  
 OMEGA ACQUISITION CORPORATION

AND

ONTRAK SYSTEMS, INC.

Dated as of March 24, 1997

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violation of, or default under, this Agreement by them and that in addition to all other remedies available to them, each of them shall be entitled, to the fullest extent permitted by law, to an injunction restraining such breach, violation or default or threatened breach, violation or default and to any other equitable relief, including, without limitation, specific performance, without bond or other security being required.

8.9 Remedies Cumulative. Except as otherwise provided herein, any -----  
and all remedies herein expressly conferred upon a party will be deemed cumulative with and not exclusive of any other remedy conferred hereby, or by law or equity upon such party, and the exercise by a party of any one remedy will not preclude the exercise of any other remedy.

8.10 Governing Law. This Agreement shall be governed by and construed -----  
in accordance with the laws of the State of Delaware, without regard to the principles of conflicts of law thereof.

8.11 Rules of Construction. The parties hereto agree that they have -----  
been represented by counsel during the negotiation, preparation and execution of this Agreement and, therefore, waive the application of any law, regulation, holding or rule of construction providing that ambiguities in an agreement or other document will be construed against the party drafting such agreement or document.

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IN WITNESS WHEREOF, OSI, LRC and Merger Sub have caused this Agreement to be executed and delivered by their respective officers thereunto duly authorized, all as of the date first written above.

ONTRAK SYSTEMS, INC.

By: /s/ James W. Bagley  
-----  
Name: James W. Bagley  
Title: Chairman and Chief Executive Officer

LAM RESEARCH CORPORATION

By: /s/ Roger D. Emerick  
-----  
Name: Roger D. Emerick  
Title: Chairman and Chief Executive Officer

OMEGA ACQUISITION CORPORATION

By: /s/ Richard H. Lovgren  
-----  
Name: Richard H. Lovgren  
Title: Vice President, General Counsel and Secretary

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EXHIBIT A

-----BEGIN PRIVACY-ENHANCED MESSAGE-----

Proc-Type: 2001,MIC-CLEAR

Originator-Name: webmaster@www.sec.gov

Originator-Key-Asymmetric:

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ACCESSION NUMBER: 0000929624-97-001034

CONFORMED SUBMISSION TYPE: 8-K

PUBLIC DOCUMENT COUNT: 3

CONFORMED PERIOD OF REPORT: 19970805

ITEM INFORMATION: Acquisition or disposition of assets

ITEM INFORMATION: Financial statements and exhibits

FILED AS OF DATE: 19970815

SROS: NASD

FILER:

COMPANY DATA:

COMPANY CONFORMED NAME:	LAM RESEARCH CORP
CENTRAL INDEX KEY:	0000707549
STANDARD INDUSTRIAL CLASSIFICATION:	SPECIAL INDUSTRY MACHINERY,
IRS NUMBER:	942634797
STATE OF INCORPORATION:	DE
FISCAL YEAR END:	0630

FILING VALUES:

FORM TYPE:	8-K
SEC ACT:	1934 Act
SEC FILE NUMBER:	001-12701
FILM NUMBER:	97665480

BUSINESS ADDRESS:

STREET 1:	4650 CUSHING PKWY
CITY:	FREMONT
STATE:	CA
ZIP:	94538
BUSINESS PHONE:	5106590200

MAIL ADDRESS:

STREET 1:	4650 CUSHING PARKWAY
CITY:	FREMONT
STATE:	CA
ZIP:	94538

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<TYPE>8-K

<SEQUENCE>1

<DESCRIPTION>FORM 8-K

<TEXT>

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K



stock purchase right granted under the OnTrak 1995 Employee Stock Purchase Plan pursuant to the offering period commencing on February 1, 1997, was converted into a right to purchase whole shares of Lam Common Stock, except at a price equal to 85% of the lesser of (A) the closing sale price of a share of OnTrak Common Stock on the Nasdaq National Market on February 1, 1997, divided by 0.83, rounded up to the nearest whole cent, and (B) the closing sale price of a share of Lam Common Stock on the last day of each applicable purchase period during the offering period that began on February 1, 1997.

The former stockholders of OnTrak are receiving approximately  
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5,500,000 shares of Lam Common Stock pursuant to the Merger. In addition, approximately 2,258,627 shares of Lam Common Stock may be issued in connection with the exercise of the OnTrak stock options and stock purchase rights assumed by Lam.

Pursuant to the Agreement, on the business day following the Effective Time, an Office of the Chairman was created at Lam and includes Roger D. Emerick, formerly the Chief Executive Officer of Lam, and James W. Bagley, formerly the Chairman and Chief Executive Officer of OnTrak. On that date, Mr. Emerick became the Chairman of the Board of Directors of Lam, and Mr. Bagley became the Chief Executive Officer of Lam. In addition, on that date, the Board of Directors of Lam was expanded and Mr. Bagley and Richard J. Elkus, Jr., formerly directors of OnTrak, were appointed as directors.

The Merger is intended to be a tax-free reorganization under the Internal Revenue Code of 1986, as amended, and is expected to be accounted for as a pooling of interests. A copy of the press release announcing the consummation of the Merger is attached hereto as Exhibit 99.1.

Item 7. Financial Statements and Exhibits

<TABLE> <CAPTION> Exhibit No.	Description
<S> 2.1	<C> Agreement and Plan of Merger by and among Lam Research Corporation, Omega Acquisition Corporation and OnTrak Systems, Inc., dated as of March 24, 1997, including exhibits thereto.
99.1	Registrant's Press Release, dated August 5, 1997.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LAM RESEARCH CORPORATION  
(Registrant)

Date: August 15, 1997

By /s/ James W. Bagley

James W. Bagley  
Chief Executive Officer

</TEXT>  
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