

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/01/1989

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Haemoscope Corporation		12/01/1989	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Haemoscope Corporation
Street Address:	6231 West Howard Street
City:	Niles
State/Country:	ILLINOIS
Postal Code:	60714
Entity Type:	CORPORATION: ILLINOIS

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	0710559	THROMBELASTOGRAPH

CORRESPONDENCE DATA

Fax Number: (312)207-6400
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-207-1000
 Email: ipdocket-chi@reedsmitth.com
 Correspondent Name: E. Leonard Rubin
 Address Line 1: 10 South Wacker Drive
 Address Line 4: Chicago, ILLINOIS 60606

NAME OF SUBMITTER:	E. Leonard Rubin
Signature:	/E. Leonard Rubin/
Date:	11/05/2007

OP \$40.00 0710559

Total Attachments: 10

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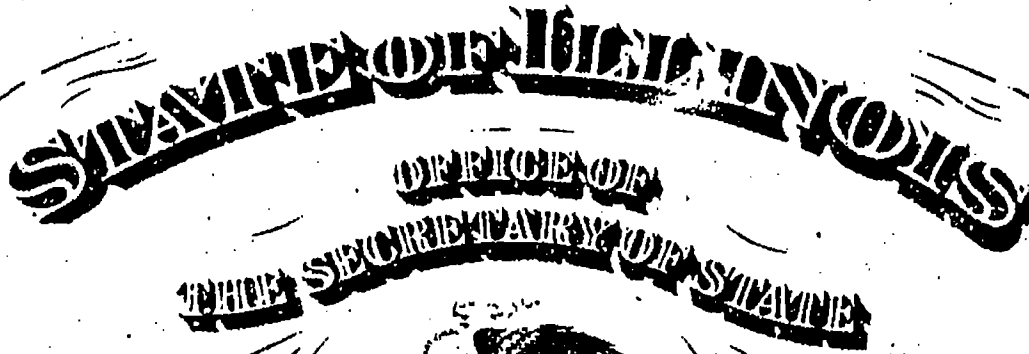
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Whereas, ARTICLES OF MERGER OF
HAEMOSCOPE CORPORATION
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

*Now Therefore, I, Jim Edgar, Secretary of State of the State
of Illinois, by virtue of the powers vested in me by law, do hereby
issue this certificate and attach hereto a copy of the Application
of the aforesaid corporation.*

In Testimony Whereof, I hereto set my hand and cause to
be affixed the Great Seal of the State of Illinois,
at the city of Springfield, this 17TH
day of MAY AD 1990 and
of the Independence of the United States
the two hundred and 14TH

Jim Edgar
SECRETARY OF STATE

1 3 2 0 7 4 4 7

Submit in Duplicate

Remit payment in check or Money Order, payable to "Secretary of State"

DO NOT SEND CASH!

Filing Fee is \$100, but if merger or consolidation of more than 2 corporations \$50 for each additional corporation.

JIM EDGAR
Secretary of State
State of Illinois

ARTICLES OF MERGER,
CONSOLIDATION, EXCHANGE

File # 5575-109-1

This Space for Use By Secretary of State	
Date	5-17-90
Filing Fee \$	100.00
Clerk	<i>[Signature]</i>

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation(s) hereby adopt(s) the following Articles of Merger, Consolidation or Exchange. (Strike inapplicable words)

1. The names of the corporations proposing to ~~merge~~ ^{consolidate} and the State or Country of their in-
~~exchange~~ ^{shares} corporation, are:

Name of Corporation	State or Country of Incorporation
<u>Haemoscope Corporation</u>	<u>Illinois</u>
<u>Haemoscope Corporation</u>	<u>New York</u>

2. The laws of the State or Country under which each corporation is incorporated permit such merger, consolidation or exchange.

3. The name of the ~~new~~ ^{surviving} corporation is Haemoscope Corporation
~~acquiring~~ and it shall be governed by the laws of Illinois

4. The plan of ~~consolidation~~ ^{merger} is as follows:
~~exchange~~

If not sufficient space to cover this point, add one or more sheets of this size

Please see attached Agreement of Merger

PAID

MAY 18 1990

- merger
consolidation
5. The plan of ~~exchange~~ was approved (a) as to each corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

(The following items are not applicable to mergers under § 11.30 — 90% owned subsidiary provisions. See Article 7.)

(Only "X" one box for each corporation)

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.

(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10. (§ 11.20)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation

Name of Corporation	By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken. (§ 11.20)	By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10. (§ 11.20)	By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20
<u>Haemoscope Corp.</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. *(Not applicable if surviving, new or acquiring corporation is an Illinois corporation)*

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

TRADEMARK

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7. (Complete this item if reporting a merger under § 11.30 — 90% owned subsidiary provisions.)

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

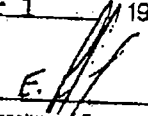
b. The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was _____, 19____

Was written consent for the merger or written waiver of the 30 day period by the holders of all the outstanding shares of all subsidiary corporations received? Yes No

(If the answer is "No", the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

The undersigned corporation has caused these articles to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

Dated December 1 19 89

attested by 
(Signature of Secretary or Assistant Secretary)

Eli Cohen
(Type or Print Name and Title)

Dated _____, 19____

attested by _____
(Signature of Secretary or Assistant Secretary)

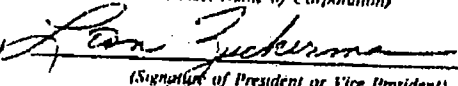
(Type or Print Name and Title)

Dated _____, 19____

attested by _____
(Signature of Secretary or Assistant Secretary)

(Type or Print Name and Title)

Haemoscope Corporation
(Exact Name of Corporation)

by 
(Signature of President or Vice President)

Leon Zuckerman, President
(Type or Print Name and Title)

(Exact Name of Corporation)

by _____
(Signature of President or Vice President)

(Type or Print Name and Title)

(Exact Name of Corporation)

by _____
(Signature of President or Vice President)

(Type or Print Name and Title)

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Form BCA-11.25/11.30

File No.

**ARTICLES OF MERGER,
CONSOLIDATION, EXCHANGE**

Filing Fee \$100.00, but if a merger or a consolidation of more than two corporations, \$50 for each additional corporation.

FILED

MAY 17 1990

JIM EDGAR

Secretary of State

RETURN TO:

Corporation Department
Secretary of State
Springfield, Illinois 62756
Telephone 217 — 782-6961

C-195

AGREEMENT OF MERGER

AGREEMENT OF MERGER made and entered into as of this 1st day of December, 1989, by and between HAEMOSCOPE CORPORATION, an Illinois corporation ("Illinois Corporation") and HAEMOSCOPE CORPORATION, a New York corporation ("New York Corporation"), duly qualified to do business in Illinois, both with their principal offices currently in the Chicago, Illinois, metropolitan area,

W I T N E S S E T H:

WHEREAS, New York Corporation has an authorized capital stock consisting of 200 no par value common shares, of which 100 are presently issued and outstanding;

WHEREAS, Illinois Corporation has authorized capital stock consisting of 200 common shares with no par value, of which 100 are presently outstanding;

WHEREAS, the following individuals are the owners of all the issued and outstanding shares of New York Corporation and Illinois Corporation as follows:

<u>Name of Shareholder</u>	<u>No. of Illinois Corporation Shares</u>	<u>No. of New York Corporation Shares</u>
Leon Zuckerman	33-1/3	33-1/3
Gabriel Raviv	33-1/3	33-1/3
Eli Cohen	33-1/3	33-1/3

WHEREAS, said individuals are the sole directors and officers of each of said corporations;

WHEREAS, New York Corporation and Illinois Corporation, (hereinafter sometimes referred to collectively as the "Constituent Corporations") desire to merge pursuant to the provisions of the Illinois Business Corporation Act of 1983 and the provisions of the applicable New York state statutes, and in accordance with the terms and conditions hereinafter set forth;

NOW, THEREFORE, for and in consideration of the premises and the mutual covenants herein contained, it is hereby agreed as follows:

ARTICLE I

New York Corporation and Illinois Corporation hereby agree that New York Corporation shall be merged into Illinois Corporation in accordance with the provisions of Section 11.35 of The Illinois Business Corporation Act of 1983 and the provisions of the

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applicable New York state statutes, and that Illinois Corporation shall continue as the surviving corporation (such surviving corporation being hereinafter sometimes referred to as the "Corporation") upon the terms and conditions set forth in this Agreement of Merger.

ARTICLE II

The manner of converting the shares of the Constituent Corporations into shares of the Corporation shall be as follows:

Upon the merger becoming effective as provided herein:

- (a) Each outstanding share of the no par value common stock of New York Corporation shall be cancelled;
- (b) Each outstanding share of the no par value common stock of Illinois Corporation shall be remain unchanged.

ARTICLE III

Until altered, amended, or repealed, the By-Laws of Illinois Corporation in effect immediately prior to the effective date of the merger shall be the By-Laws of the Corporation.

ARTICLE IV

Initially there shall be three directors of the Corporation whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Mr. Leon Zuckerman	5836 Lincoln Avenue Morton Grove, IL 60053
Mr. Gabriel Raviv	5836 Lincoln Avenue Morton Grove, IL 60053
Mr. Eli Cohen	5836 Lincoln Avenue Morton Grove, IL 60053

Said persons shall hold office until the next annual meeting of the shareholders of the Corporation and until their respective successors are elected in accordance with the By-Laws of the Corporation. The first meeting of the Board of Directors of the Corporation to be held after the date on which the merger becomes effective may be called or may be convened in the manner provided in the By-Laws of the Corporation and may be held at the time and place specified in the notice of the meeting. The first annual meeting of the shareholders of the Corporation to be held after the date on which the merger becomes effective shall be held in 1990 on the date prescribed for the annual meeting of the shareholders

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in the By-Laws of the Corporation. The following persons shall hold the office or offices in the Corporation set opposite their respective names until their successors are elected according to the By-Laws of the Corporation:

<u>Office</u>	<u>Name</u>
President	Leon Zuckerman
Executive Vice President	Gabriel Raviv
Secretary	Eli Cohen

(Other persons may be elected or appointed to the offices from time to time according to the By-Laws of the Corporation).

If, at the effective date of the merger, a vacancy shall exist in the Board of Directors or in one of the above offices of the Corporation by reason of the death, resignation or unavailability of any of the persons named above, such vacancy may be filled in the manner provided by the By-Laws of the Corporation.

ARTICLE V

Upon the merger becoming effective, the capital of the Corporation shall consist of the stated value in the aggregate of the shares of common stock of the Corporation outstanding immediately after the merger becomes effective, as provided herein, and the excess, if any, of the total net assets of the Corporation over such amount of capital shall be surplus.

ARTICLE VI

This Agreement of Merger shall be approved by the Board of Directors of Illinois Corporation in accordance with the provisions of Section 11.05 of the Illinois Business Corporation Act of 1983 and in accordance with New York state law. If this Agreement of Merger shall have been duly adopted by the requisite vote or consent of such Directors and the other conditions or provisions, if any, contained in the resolutions adopted by said Directors in such regard shall have been complied with or satisfied, then Articles of Merger shall be executed pursuant to Section 11.25 of The Illinois Business Corporation Act of 1983. Upon the issuance of the Certificate of Merger by the Secretary of State of Illinois, the merger shall be effected and the date of such issuance is herein sometimes called "the effective date of the merger". Such a Certificate of Merger shall then be recorded pursuant to The Illinois Business Corporation Act of 1983. The Constituent Corporations shall do all acts and things as shall be necessary or desirable in order to effectuate the merger.

ARTICLE VII

Upon the merger becoming effective, the Corporation, in accordance with the provisions hereof, shall possess all the rights, privileges, powers, and franchises as well of a public as of a private nature and be subject to all the restrictions, disabilities and duties of each of the Constituent Corporations, and all and singular the rights, privileges, powers and franchises of each of said corporations shall be vested in the Corporation, and all property, rights, privileges, powers and franchises, and all and every other interest shall be thereafter as effectually the property of the Corporation as they were of the respective Constituent Corporations, and the title to any real estate, whether by deed or otherwise vested in either of said Constituent Corporations, shall not revert or be in any way impaired by reason of this merger; provided, however, that all rights of creditors and all liens upon the property of either of Constituent Corporations shall be preserved unimpaired and all debts, liabilities, and duties of the Constituent Corporations shall thenceforth attach to the Corporation and may be enforced against the latter to the same extent as if said debts, liabilities or duties had been incurred contracted by it.

If at any time the Corporation shall consider or be advised that any further assignments, conveyances or assurances in law or any other things are necessary or desirable to vest in the Corporation, according to the terms hereof, the title to any property, assets or rights of the Constituent Corporations shall and will, by their proper officers and directors, make, execute, and deliver all such deeds, instruments, assignments and assurances and do all things necessary or proper to vest title to such property, assets, or rights in the Corporation and otherwise to carry out the purposes hereof.

Anything to the contrary hereinabove in this Article VII notwithstanding, the effect of the merger shall be construed in accordance with and be governed by the provisions of The Illinois Business Corporation Act of 1983.

ARTICLE VIII

Notwithstanding any other provision contained herein, the merger provided for herein may be cancelled and abandoned at any time prior to the filing of the Articles of Merger with and by the Secretary of State by the mutual consent of the Boards of Directors of the Constituent Corporations or by appropriate action of the Board of Directors of Illinois Corporation.

ARTICLE IX

In order to facilitate the filing and recording of this Agreement of Merger, the same may be executed in several

counterparts, each of which so executed shall be deemed to be an original and such counterparts shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, the terms and conditions of this Agreement of Merger having been duly approved by resolutions adopted by the respective Boards of Directors and Shareholders of the respective parties hereto, or by consents executed by all such shareholders and/or directors in lieu thereof, each corporate party to this Agreement, pursuant to authority duly given by its Board of Directors and its Shareholders, has caused these presents to be executed on its behalf by its President and its corporate seal, if any, to be hereunto affixed and attested by its Secretary, all as of the date and year first above written.

HAEMOSCOPE CORPORATION,
an Illinois corporation

By: Leon Zuckerman
Leon Zuckerman, President
("Illinois Corporation")

ATTEST:

E. Cohen
Eli Cohen, Secretary

HAEMOSCOPE CORPORATION,
a New York corporation

By: Leon Zuckerman
Leon Zuckerman, President
("New York Corporation")

ATTEST:

E. Cohen
Eli Cohen, Secretary

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