

BINAX INC
Form 305B2/A
August 07, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Amendment No. 1 to
FORM T-1
STATEMENT OF ELIGIBILITY
UNDER THE TRUST INDENTURE ACT OF 1939 OF A
CORPORATION DESIGNATED TO ACT AS TRUSTEE
CHECK IF AN APPLICATION TO DETERMINE ELIGIBILITY
OF A TRUSTEE PURSUANT TO SECTION 305(b)(2) þ**

THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.
(Exact name of trustee as specified in its charter)

Delaware
(State of incorporation
if not a U.S. national bank)

95-3571558
(I.R.S. employer
identification no.)

**700 South Flower Street, Suite 500
Los Angeles, California**
(Address of principal executive offices)

90017
(Zip code)

**Robert J. Sussman, Esq.
Legal Department
The Bank of New York Mellon Trust Company, National Association
One Wall Street
New York, NY 10286
(212) 635-1089**

(Name, address and telephone number of agent for service)

INVERNESS MEDICAL INNOVATIONS, INC.
(Exact name of obligor as specified in its charter) (See table of additional obligors on following page)

Delaware
(State of incorporation
if not a U.S. national bank)

04-3565120
(I.R.S. employer
identification no.)

**51 Sawyer Road, Suite 200
Waltham, Massachusetts**
(Address of principal executive offices)

02453
(Zip code)

Senior Notes Due 2016
(Title of the indenture securities)

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SIGNATURE

EX-7 Copy of the latest report of condition

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Some or all of the following direct and indirect wholly owned domestic subsidiaries of Inverness Medical Innovations, Inc. are expected to guarantee the debt securities issued pursuant to the Indenture. The address, including zip code, and telephone number, including area code, of each of the co-obligors is 51 Sawyer Road, Suite 200, Waltham, Massachusetts, 02453, (781) 647-3900:

| Exact name of additional registrant as specified in its charter | State or other jurisdiction of incorporation or organization | I.R.S. Employer Identification Number |
|--|---|--|
| Advantage Diagnostics Corporation | Delaware | 20-1247157 |
| Alere LLC | Delaware | 26-2564744 |
| Alere CDM LLC | Delaware | 27-0653943 |
| Alere Healthcare of Illinois, Inc. | Georgia | 58-2068880 |
| Alere Health Improvement Company | Delaware | 23-2776413 |
| Alere Health Systems, Inc. | Delaware | 22-3493126 |
| Alere Medical, Inc. | California | 94-3238845 |
| Alere Wellology, Inc. | Delaware | 54-1776557 |
| Alere Women s and Children s Health, LLC | Delaware | 58-2205984 |
| Ameditech Inc. | California | 33-0859551 |
| Applied Biotech, Inc. | California | 33-0447325 |
| Binax, Inc. | Delaware | 20-2507302 |
| Biosite Incorporated | Delaware | 33-0288606 |
| Cholestech Corporation | Delaware | 94-3065493 |
| First Check Diagnostics Corp. | Delaware | 20-8329751 |
| First Check Ecom, Inc. | Massachusetts | 33-1026518 |
| Genecare Medical Genetics Center, Inc. | North Carolina | 56-1348485 |
| Hemosense, Inc. | Delaware | 77-0452938 |
| IM US Holdings, LLC | Delaware | 26-0349667 |
| Innovacon, Inc. | Delaware | 20-1100264 |
| Innovations Research, LLC | Delaware | 20-0653511 |
| Innovative Mobility, LLC | Florida | 20-0351538 |
| Instant Technologies, Inc. | Virginia | 54-1837621 |
| Inverness Medical, LLC | Delaware | 26-0392649 |
| Inverness Medical Biostar Inc. | Delaware | 91-1929582 |
| Inverness Medical Innovations North America, Inc. | Delaware | 26-1444559 |
| Inverness Medical International Holding Corp. | Delaware | 80-0077873 |
| Inverness Medical International Holding Corp. II | Delaware | 20-0963463 |
| Ischemia Technologies, Inc. | Delaware | 84-1489537 |
| IVC Industries, Inc. | Delaware | 22-1567481 |
| Matria of New York, Inc. | New York | 58-1873062 |
| Matritech, Inc. | Delaware | 26-1436477 |
| Ostex International, Inc. | Washington | 91-1450247 |
| Quality Assured Services, Inc. | Florida | 59-3437644 |
| Redwood Toxicology Laboratory, Inc. | California | 68-0332937 |
| RTL Holdings, Inc. | Delaware | 20-4371685 |
| Selfcare Technology, Inc. | Delaware | 04-3383533 |
| Wampole Laboratories, LLC | Delaware | 37-1485678 |

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1. General information. Furnish the following information as to the trustee:

(a) Name and address of each examining or supervising authority to which it is subject.

| Name | Address |
|--|--|
| Comptroller of the Currency of the Treasury | United States Department Washington, D.C. 20219 |
| Federal Reserve Bank | San Francisco, California 94105 |
| Federal Deposit Insurance Corporation | Washington, D.C. 20429 |

(b) Whether it is authorized to exercise corporate trust powers.

Yes.

2. Affiliations with Obligor.

If the obligor is an affiliate of the trustee, describe each such affiliation.

None.

16. List of Exhibits.

Exhibits identified in parentheses below, on file with the Commission, are incorporated herein by reference as an exhibit hereto, pursuant to Rule 7a 29 under the Trust Indenture Act of 1939 (the Act) and 17 C.F.R. 229.10(d).

1. A copy of the articles of association of The Bank of New York Mellon Trust Company, N.A., formerly known as The Bank of New York Trust Company, N.A. (Exhibit 1 to Form T-1 filed with Registration Statement No. 333-121948 and Exhibit 1 to Form T-1 filed with Registration Statement No. 333-152875 which is incorporated by reference).
2. A copy of certificate of authority of the trustee to commence business. (Exhibit 2 to Form T-1 filed with Registration Statement No. 333-121948) which is incorporated by reference.
3. A copy of the authorization of the trustee to exercise corporate trust powers (Exhibit 3 to Form T-1 filed with Registration Statement No. 333-152875 which is incorporated by reference).
4. A copy of the existing by laws of the trustee (Exhibit 4 to Form T-1 filed with Registration Statement No. 333-152875 which is incorporated by reference).
5. Not applicable.

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6. The consent of the trustee required by Section 321(b) of the Act (Exhibit 6 to Form T-1 filed with Registration Statement No. 333-152875 which is incorporated by reference).
7. A copy of the latest report of condition of the Trustee published pursuant to law or to the requirements of its supervising or examining authority.
8. Not applicable.
9. Not applicable.

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SIGNATURE

Pursuant to the requirements of the Act, the trustee, The Bank of New York Mellon Trust Company, N.A., a banking association organized and existing under the laws of the United States of America, has duly caused this statement of eligibility to be signed on its behalf by the undersigned, thereunto duly authorized, all in The City of Boston, and State of Massachusetts, on the 7th day of August, 2009.

**THE BANK OF NEW YORK MELLON
TRUST COMPANY, N.A.**

By: /s/ Vaneta Bernard
Name: Vaneta Bernard
Title: Vice President

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