

# SECURITIES AND EXCHANGE COMMISSION

## FORM 3

Filing Date: **2004-08-12** | Period of Report: **2004-08-02**  
SEC Accession No. **0001209191-04-040644**

([HTML Version](#) on [secdatabase.com](#))

### REPORTING OWNER

#### JELLINEK FRANK H JR

CIK: **1183723**

Type: **3** | Act: **34** | File No.: **001-10920** | Film No.: **04971375**

Business Address  
C/O APOGENT  
TECHNOLOGIES  
30 PENHALLOW STREET  
PORTSMOUTH NH 03801  
6034336131

### ISSUER

#### FISHER SCIENTIFIC INTERNATIONAL INC

CIK: **880430** | IRS No.: **020451017** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **5040** Professional & commercial equipment & supplies

Mailing Address  
LIBERTY LANE  
LIBEHAMPTON NH 03842

Business Address  
LIBERTY LANE  
HAMPTON NH 03842  
6039265911

**UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0104
Expires:	02/28/2011
Estimated average burden hours per response	0.5

**INITIAL STATEMENT OF BENEFICIAL  
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>JELLINEK FRANK H JR</b>  (Last) (First) (Middle)  LIBERTY LANE  (Street)  HAMPTON, NH 03842  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/02/2004	3. Issuer Name and Ticker or Trading Symbol <b>FISHER SCIENTIFIC INTERNATIONAL INC [FSH]</b>		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		5. If Amendment, Date Original Filed (Month/Day/Year)
				6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$.01 per share	102,132 <sup>(1)</sup>	D	
Common Stock, par value \$.01 per share	850 <sup>(1)</sup>	I	by 401(k)

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	08/02/2004	04/27/2008	Common Stock	366,772 <sup>(2)</sup>	\$35.1 <sup>(2)</sup>	D	
Stock Option (right to buy)	08/02/2004	12/12/2010	Common Stock	112,000 <sup>(2)</sup>	\$43.09 <sup>(2)</sup>	D	
Stock Option (right to buy)	08/02/2004	01/28/2013	Common Stock	78,400 <sup>(2)</sup>	\$29.77 <sup>(2)</sup>	D	

**Explanation of Responses:**

- Acquired pursuant to an Amended and Restated Agreement and Plan of Merger dated as of March 17, 2004, as amended on April 16, 2004, by and among Fisher Scientific International Inc. ("Fisher"), Fox Merger Corporation, a wholly owned subsidiary of Fisher ("Merger Sub") and Apogent Technologies Inc. ("Apogent"). At the effective time of the merger of Merger Sub with and into Apogent (the "Merger"), each outstanding share of Apogent common stock was converted into .56 shares of Fisher common stock. Immediately following the effective time of the Merger, the reporting person became a director of Fisher. On the effective date of the Merger, the closing price of Fisher's common stock was \$59.60 per share, and the closing price of Apogent's common stock was \$33.37 per share.

2. At the effective time of the Merger, each outstanding Apogent stock option was assumed by Fisher and converted to an option to acquire Fisher common stock. The number of shares subject to each new Fisher option is equal to the number of shares subject to each Apogent option held immediately prior to the effective time of the Merger multiplied by .56 (rounded down to the nearest whole share), and the per share exercise price of each new Fisher option is equal to the exercise price per share of each Apogent option divided by .56 (rounded up to the nearest whole cent).

### Signatures

/s/ Frank H. Jellinek, Jr.

\*\* Signature of Reporting Person

08/12/2004

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**

POWER OF ATTORNEY

Know all men by these presents, that the undersigned hereby constitutes and appoints Todd M. DuChene and Carrie M. Kane his true and lawful attorneys-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Fisher Scientific International Inc. (the "Company") Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Form 3, 4 or 5 and the timely filing of such form with the United States Securities and Exchange Commission or any other authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorneys-in-fact might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorneys-in-fact, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers granted herein. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities and Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of an transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 12th day of August, 2004.

/s/ Frank H. Jellinek Jr.

-----  
Frank H. Jellinek, Jr.