

Form PTO-1595 (Rev. 03/05)  
OMB No. 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

### RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies)**  
SDGI Holdings, Inc.

Additional name(s) of conveying party(ies) attached?  Yes  No

**2. Name and address of receiving party(ies)**  
Name: Warsaw Orthopedic, Inc.  
Internal Address: \_\_\_\_\_  
Street Address: 2500 Silveus Crossing  
City: Warsaw  
State: IN  
Country: US Zip: 46581

Additional name(s) & address(es) attached?  Yes  No

**3. Nature of conveyance/Execution Date(s):**  
Execution Date(s) August 28, 2006

Assignment  Merger  
 Security Agreement  Change of Name  
 Joint Research Agreement  
 Government Interest Assignment  
 Executive Order 9424, Confirmatory License  
 Other \_\_\_\_\_

**4. Application or patent number(s):**  This document is being filed together with a new application.

A. Patent Application No.(s)  
11/107,035

B. Patent No.(s)

Additional numbers attached?  Yes  No

**5. Name and address to whom correspondence concerning document should be mailed:**  
Name: Krieg DeVault LLP  
Internal Address: \_\_\_\_\_  
Street Address: One Indiana Square, Suite 2800  
City: Indianapolis  
State: IN Zip: 46204-2079  
Phone Number: (317) 636-4341  
Fax Number: (317) 636-1507  
Email Address: dcollier@kdlegal.com

**6. Total number of applications and patents involved:** 1

**7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00**  
 Authorized to be charged by credit card  
 Authorized to be charged to deposit account  
 Enclosed  
 None required (government interest not affecting title)

**8. Payment Information**  
a. Credit Card Last 4 Numbers 1021  
Expiration Date 04/09  
b. Deposit Account Number \_\_\_\_\_  
Authorized User Name \_\_\_\_\_

**9. Signature:** Douglas A. Collier Signature May 5, 2008 Date

Douglas A. Collier, Reg. No. 43,556  
Name of Person Signing

Total number of pages including cover sheet, attachments, and documents:

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O.Box 1450, Alexandria, V.A. 22313-1450

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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SDGI HOLDINGS, INC.", A DELAWARE CORPORATION,

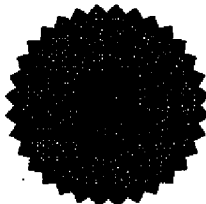
"SOFAMOR DANEK HOLDINGS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "WARSAW ORTHOPEDIC, INC." UNDER THE NAME OF "WARSAW ORTHOPEDIC, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF INDIANA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2006, AT 2:06 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4150541 8100M

060397764



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4707608

DATE: 05-01-06

PATENT  
REEL: 020899 FRAME: 0091

FROM CORPORATION TRUST W.L.M. TEAM #2

(FR1) 4.28'06 13:15/ST. 13:08/NO. 4863796499 P. 2

~~State of Delaware~~  
 Secretary of State  
 Division of Corporations  
 Delivered 02:20 PM 04/28/2006  
 FILED 02:06 PM 04/28/2006  
 SRV 060397764 - 2762914 FILE

**CERTIFICATE OF MERGER**  
 of  
**SDGI HOLDINGS, INC.,**  
 a Delaware corporation  
 and  
**SOFAMOR DANEK HOLDINGS, INC.,**  
 a Delaware corporation  
 into  
**WARSAW ORTHOPEDIC, INC.,**  
 an Indiana corporation

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The names of the constituent corporations to the merger are SDGI Holdings, Inc., a Delaware corporation, Sofamor Danek Holdings, Inc., a Delaware corporation and Warsaw Orthopedic, Inc., an Indiana corporation.

**SECOND:** An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252 of the Delaware General Corporation Law.

**THIRD:** The surviving corporation will be Warsaw Orthopedic, Inc., an Indiana corporation.

**FOURTH:** The Articles of Incorporation of the surviving corporation shall be its Articles of Incorporation.

**FIFTH:** The effective date of the merger is April 28, 2006.

**SIXTH:** An executed copy of the Agreement and Plan of Merger is on file at the office of Warsaw Orthopedic, Inc. at 710 Medtronic Parkway, Minneapolis, Minnesota 55432.

**SEVENTH:** A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**EIGHTH:** The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of Delaware, as well as for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at 710 Medtronic Parkway, Minneapolis, Minnesota 55432.

FECM CORPORATION TRUST WILM. TEAM #2

(FRI) 4.28.06 13:13/ST. 13:08/NO. 4863796439 P 3

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed  
by an authorized officer, the 28<sup>th</sup> day of April, 2006.

WARSAW CHEMICAL, INC.

By:   
\_\_\_\_\_  
Peter L. Wandy  
President

**State of Indiana  
Office of the Secretary of State**

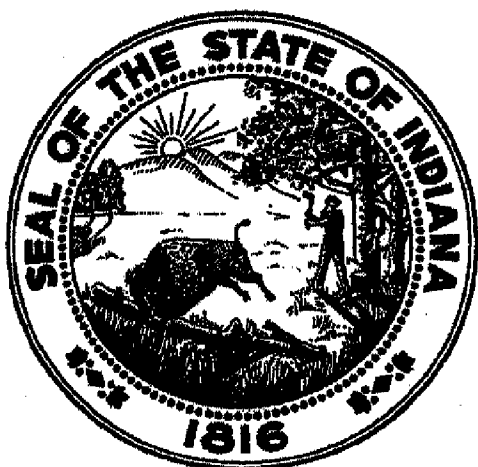
**CERTIFICATE OF MERGER  
of  
WARSAW ORTHOPEDIC INC**

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Merger of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

- SDGI HOLDINGS, INC.**  
a(n) Delaware Non-Qualified Foreign Corporation
  - SOFAMOR DANEK HOLDINGS, INC.**  
a(n) Delaware Non-Qualified Foreign Corporation
- merged with and into the surviving entity:  
**WARSAW ORTHOPEDIC INC**

NOW, THEREFORE, with this document I certify that said transaction will become effective Friday, April 28, 2006.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, April 28, 2006.

TODD ROKITA,  
SECRETARY OF STATE

197101-484 / 2006050157178

APPROVED  
AND  
FILED

*Paul Roberto*  
IND. SECRETARY OF STATE

2006 APR 28 11:51

ARTICLES OF MERGER  
of  
SDGI HOLDINGS, INC.,  
a Delaware corporation  
and  
SOFAMOR DANEK HOLDINGS, INC.,  
a Delaware corporation  
into  
WARSAW ORTHOPEDIC, INC.,  
an Indiana corporation

Pursuant to the provisions of Sections 23-1-40-5 and 23-1-40-7 of the Indiana Business Corporation Law ("IBCL"), the following Articles of Merger are executed on the date hereinafter set forth:

1. The names of the corporations that are parties to the merger are SDGI Holdings, Inc. ("SDGI"), a Delaware corporation, Sofamor Danek Holdings, Inc. ("SD Holdings"), a Delaware corporation and Warsaw Orthopedic, Inc. (the "Company"), an Indiana corporation and the surviving corporation.

2. The surviving corporation is Warsaw Orthopedic, Inc., an Indiana corporation.

3. The merger will be accomplished pursuant to the Agreement and Plan of Merger attached hereto as Exhibit A and incorporated herein by reference (the "Plan of Merger"). The manner of adoption and vote by which the Plan of Merger was approved by SDGI, SD Holdings and the Company are as follows:

(a) Action by SDGI

(i) Action by Directors. By a written consent executed as of April 28, 2006, the Board of Directors of SDGI unanimously approved resolutions adopting the Plan of Merger.

(ii) Action by the Shareholders. By a written consent executed as of April 28, 2006, the sole shareholder of SDGI approved resolutions adopting the Plan of Merger as follows:

	<u>Common Shares</u>
Number of Outstanding Shares	1,000
Number of Votes Entitled to be Cast	1,000
Number of Votes in Favor	1,000
Number of Votes Against	-0-

**(b) Action by SD Holdings**

(i) Action by Directors. By a written consent executed as of April 28, 2006, the Board of Directors of SD Holdings unanimously approved resolutions adopting the Plan of Merger.

(ii) Action by the Shareholders. By a written consent executed as of April 28, 2006, the sole shareholder of SD Holdings approved resolutions adopting the Plan of Merger as follows:

	<u>Common Shares</u>
Number of Outstanding Shares	1,000
Number of Votes Entitled to be Cast	1,000
Number of Votes in Favor	1,000
Number of Votes Against	-0-

**(c) Action by the Company**

(i) Action by Directors. By a written consent executed as of April 28, 2006, the Board of Directors of the Company unanimously approved resolutions adopting the Plan of Merger.

(ii) Action by the Shareholders. By a written consent executed as of April 28, 2006, the sole shareholder of the Company approved resolutions adopting the Plan of Merger as follows:

	<u>Common Shares</u>
Number of Outstanding Shares	1,000
Number of Votes Entitled to be Cast	1,000
Number of Votes in Favor	1,000
Number of Votes Against	-0-

The undersigned swear that the foregoing is true and accurate and that they have the authority to sign these Articles of Merger on behalf of EDGE, SD Holdings and the Company, respectively.

Dated: April 28, 2006

EDGE HOLDINGS, INC.

By:   
Robert C. Campbell  
President

Dated: April 28, 2006

SCRAMBLE DANKE HOLDINGS, INC.

By:   
Robert C. Campbell  
President

Dated: April 28, 2006

WARSAW ORTHOPEDIC, INC.


By:   
Peter L. Wehly  
President



Exhibit A

**AGREEMENT AND PLAN OF MERGER**

2006 APR 28 A

THIS AGREEMENT AND PLAN OF MERGER (this "Agreement") is dated as of April 28, 2006, by and among Sofamor Danek Holdings, Inc., a Delaware corporation ("SD Holdings"), SDGI Holdings, Inc., a Delaware corporation ("SDGI") and Warsaw Orthopedic, Inc., an Indiana corporation ("Warsaw").

The parties hereto agree as follows:

**ARTICLE 1.  
NAMES OF CONSTITUENT CORPORATIONS  
AND SURVIVING CORPORATION**

1.1) The names of the constituent corporations are SDGI Holdings, Inc. ("SDGI"), a Delaware corporation, Sofamor Danek Holdings, Inc. ("SD Holdings"), a Delaware corporation and Warsaw Orthopedic, Inc. ("Warsaw"), an Indiana corporation. The constituent corporations shall be combined by the merger of SDGI and SD Holdings with and into Warsaw, as the surviving corporation (the "Merger"), pursuant to the terms and provisions of this Agreement and Plan of Merger and pursuant to the applicable provisions of the General Corporation Law of the State of Delaware (the "DGCL") and the Indiana Business Corporation Law (the "IBCL").

**ARTICLE 2.  
MEANS OF EFFECTING  
MERGER AND CONVERTING STOCK**

2.1) The Merger. At the Effective Time (as defined in Section 2.2), in accordance with the DGCL and the IBCL, SDGI and SD Holdings will merge with and into Warsaw, the separate existence of SDGI and SD Holdings, respectively, shall cease and Warsaw shall alone continue in existence as the surviving corporation (the "Surviving Corporation") in the Merger.

2.2) Effectiveness of Merger. The Merger shall become effective on the date on which and at the time which the Certificate of Merger has been filed with the Delaware Secretary of State and the Articles of Merger have been filed with Indiana Secretary of State (the time the Merger becomes effective being referred to herein as the "Effective Time" and the date of such effectiveness being referred to herein as the "Effective Date").

2.3) Articles of Incorporation; Bylaws; Directors and Officers. The Articles of Incorporation and Bylaws of Warsaw as in effect immediately prior to the Effective Time shall be the Articles of Incorporation and Bylaws of the Surviving Corporation until thereafter amended as provided therein and under the IBCL. The directors of Warsaw immediately prior to the Effective Time shall remain the directors of the Surviving Corporation and shall serve until their successors have been duly elected or appointed and qualified or until their earlier death, resignation or removal in accordance with the Surviving Corporation's Articles of Incorporation and Bylaws and the IBCL. The officers of Warsaw immediately prior to the Effective Time will be the officers of the Surviving Corporation and shall serve until their successors have been duly elected or appointed and qualified or until their earlier death, resignation or removal in accordance with the Surviving Corporation's Articles of Incorporation and Bylaws and the IBCL.

2.4) Effect on Warsaw Common Stock. The outstanding shares of Warsaw Common Stock shall be unaffected by the Merger and shall remain outstanding and represent shares of Common Stock of the Surviving Corporation.

2.5) Cancellation of SDGI Common Stock. As a result of the Merger and without any action on the part of the holder thereof, at the Effective Time, all shares of SDGI Common Stock shall cease to be outstanding and shall be cancelled and retired without payment of any consideration therefor.

2.6) Cancellation of SD Holdings Common Stock. As a result of the Merger and without any action on the part of the holder thereof, at the Effective Time, all shares of SD Holdings Common Stock shall cease to be outstanding and shall be cancelled and retired without payment of any consideration therefor.

**ARTICLE 3.  
GENERAL PROVISIONS**

3.1) From and after the Effective Time, Warsaw agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of Delaware, as well as for enforcement of any obligation of the Surviving Corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at 710 Medtronic Parkway, Minneapolis, Minnesota 55432.

IN WITNESS WHEREOF, the undersigned have executed this Agreement and Plan of Merger as of the day and year first above written.


SCFAMOR DANEC HOLDINGS, INC.,  
a Delaware corporation

By:   
Robert C. Campbell  
President

SDGI HOLDINGS, INC.,  
a Delaware corporation

By:   
Robert C. Campbell  
President

WARSAW ORTHOPEDIC, INC.,  
an Indiana corporation

By:   
Peter L. Wehrly  
President