

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
COBE CARDIOVASCULAR, INC.	12/20/2006
RECEIVING PARTY DATA	
Name:	SORIN GROUP USA, INC.
Street Address:	14401 West 65th Way
City:	Arvada
State/Country:	COLORADO
Postal Code:	80004
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	11333671
CORRESPONDENCE DATA	
Fax Number:	(612)334-8994
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	612-334-8989
Email:	jjung@pwolaw.biz
Correspondent Name:	Popovich, Wiles & O'Connell, P.A.
Address Line 1:	650 Third Avenue South, Suite 600
Address Line 4:	Minneapolis, MINNESOTA 55402
ATTORNEY DOCKET NUMBER:	CV0290USC1
NAME OF SUBMITTER:	Patrick J. O'Connell
Total Attachments: 5 source=COBECardiovascularInc_to_SorinGroupUSAInc_Final&ApprovedFiling_StateofDelaware_January2007#page1.tif source=COBECardiovascularInc_to_SorinGroupUSAInc_Final&ApprovedFiling_StateofDelaware_January2007#page2.tif source=COBECardiovascularInc_to_SorinGroupUSAInc_Final&ApprovedFiling_StateofDelaware_January2007#page3.tif source=COBECardiovascularInc_to_SorinGroupUSAInc_Final&ApprovedFiling_StateofDelaware_January2007#page4.tif source=COBECardiovascularInc_to_SorinGroupUSAInc_Final&ApprovedFiling_StateofDelaware_January2007#page5.tif	

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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 AMENDMENT OF "COBE CARDIOVASCULAR, INC.", CHANGING ITS NAME FROM "COBE CARDIOVASCULAR, INC." TO "SORIN GROUP USA, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2006, AT 8:47 O'CLOCK A.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2007.

3011151 8100

070002201



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5331579

DATE: 01-05-07

PATENT
REEL: 021753 FRAME: 0658

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

COBE Cardiovascular, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of COBE Cardiovascular, Inc., by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of COBE Cardiovascular, Inc.

RESOLVED, that the Certificate of Incorporation of COBE Cardiovascular, Inc. be amended by changing any reference to COBE Cardiovascular, Inc. to Sorin Group USA, Inc.

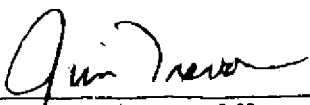
SECOND: That, in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the provisions of Section 228 and 242 of the General Corporation Law of the State of Delaware.

FOURTH: That this Certificate of Amendment of the Certificate of Incorporation shall be effective on January 1, 2007.

IN WITNESS WHEREOF, COBE Cardiovascular, Inc. has caused this certificate to be signed the 20th day of December, 2006.

Signature Block Located on Next Page

By: 
Authorized Officer

Name: Jim Trevor
Print or Type

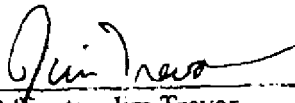
AFFIDAVIT OF EXTRAORDINARY CONDITION

I, Jim Trevor, do hereby depose and state as follows:

1. I am the General Manager, US Commercial Operations and Vice President, Cardiac Surgery Sales Region for COBE Cardiovascular, Inc. located in Arvada, Colorado
2. I set forth the following facts based on personal knowledge
3. A good faith effort was made to deliver the attached Certificate of Amendment of Certificate of Incorporation to the Delaware Secretary of State's office on a timely basis (to be effective on January 1, 2007 at 12:00 a.m. EDST). The timely delivery of such document was prevented by a series of two (2) blizzards that converged on the State of Colorado beginning Wednesday, December 20, 2006. In the absence of these severe weather conditions, the attached Certificate of Amendment would have been presented for filing in the office of the Delaware Secretary of State on a timely basis.
4. More specifically, a Certificate of Amendment of Certificate of Incorporation for COBE Cardiovascular, Inc., all in proper form for filing, was prepared for mailing on December 20, 2006. Because of the blizzard conditions in the Denver metropolitan area and throughout the State of Colorado, Governor Bill Owens verbally declared a Statewide Disaster Emergency on December 20, 2006. This verbal declaration was followed by an official Executive Order issued on December 27, 2006 implementing this Statewide Disaster Emergency. A second blizzard converged on the State of Colorado on December 28, 2006; and, on this same day, the Governor verbally declared a second Statewide Disaster Emergency. The second Executive Order invoking this Statewide Emergency Disaster was issued that same day, December 28, 2006. The Statewide Disaster Emergency order issued by the Governor is still effective and will not be retired until the last of the two Executive Orders expires. The December 28, 2006 Executive Order will not expire until January 27, 2007 (30 days after it was issued). The blizzard conditions impacting the State of Colorado caused the United States Post Office and other mail carriers to suspend delivery/carrier services beginning Thursday, December 21, 2006. This suspension of delivery services continued throughout the weekend comprising the dates of Saturday, December 23, 2006 and Sunday, December 24, 2006. All mail services were closed Monday, December 25, 2006 in honor of the Christmas holiday. Mail delivery in the Denver metropolitan area continued to be impacted with the backlog of holiday deliveries and a subsequent blizzard that surfaced on Wednesday, December 27, 2006. Absent the blizzard conditions and suspension of mail delivery/carrier services, the attached Certificate Amendment of Certificate of Incorporation would have been promptly submitted.
5. Pursuant to 6 Del.C. 15-105 (c)(6), I request that the Delaware Secretary of State establish the date and time of the good faith effort made to deliver the attached document as December 29, 2006 at 9 a.m. EST (contemporaneous with the filing of the Certificate of Amendment of Certificate of Incorporation) as the filing date and time of instrument.

Certification Statement and Signature Block Located on Next Page

I hereby certify that the aforementioned account is true and correct to the best of my knowledge.


Name of Affiant: Jim Trevor
Title: Authorized Officer