

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/29/2006

CONVEYING PARTY DATA

Name	Execution Date
Robert W. Shaffer	01/15/1997

RECEIVING PARTY DATA

Name:	Nellcor Puritan Bennett Incorporated
Street Address:	675 McDonnell Blvd.
City:	St. Louis
State/Country:	MISSOURI
Postal Code:	63042

PROPERTY NUMBERS Total: 1

Property Type	Number
Patent Number:	5632612

CORRESPONDENCE DATA

Fax Number: (303)305-2224
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 303-305-2476
 Email: eleanor.vigil@covidien.com
 Correspondent Name: Nellcor Puritan Bennett LLC
 Address Line 1: 6135 Gunbarrel Avenue
 Address Line 4: Boulder, COLORADO 80301

ATTORNEY DOCKET NUMBER:	P0085CON:P-01
NAME OF SUBMITTER:	Timothy G. Majors

Total Attachments: 3
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**PATENT
 REEL: 023085 FRAME: 0676**

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"PURITAN-BENNETT CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "NELLCOR PURITAN BENNETT INCORPORATED" UNDER THE NAME OF "NELLCOR PURITAN BENNETT INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2006, AT 7:06 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2006, AT 9:40 O'CLOCK A.M.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5328491

DATE: 01-04-07

PATENT
REEL: 023085 FRAME: 0678

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:03 PM 12/20/2006
FILED 07:06 PM 12/20/2006
SRV 061171386 - 2098124 FILE

CERTIFICATE OF MERGER

OF

PURITAN-BENNETT CORPORATION

WITH AND INTO

NELLCOR PURITAN BENNETT INCORPORATED

Pursuant to Title 8, Section 251(c) of the Delaware General Corporation Law, the undersigned corporation DOES HEREBY CERTIFY THAT:

FIRST: The name of the surviving corporation is Nellcor Puritan Bennett Incorporated, and the name of the corporation being merged into this surviving corporation is Puritan-Bennett Corporation (collectively, the "Constituent Corporations").

SECOND: An Agreement and Plan of Merger (the "Merger Agreement"), between Constituent Corporations has been approved, adopted, certified, executed and acknowledged by each of Constituent Corporations in accordance with the requirements of Title 8, Section 251(c) of the Delaware General Corporation Law.

THIRD: Nellcor Puritan Bennett Incorporated shall be the surviving corporation of the merger ("Surviving Corporation").

FOURTH: The Certificate of Incorporation of Surviving Corporation, as in effect immediately prior to the Effective Date (as defined below), shall remain its Certificate of Incorporation.

FIFTH: This Certificate of Merger, and the merger provided for herein, shall become effective on December 29, 2006 at 9:40 a.m. eastern standard time (the "Effective Date").

SIXTH: The executed Merger Agreement is on file at an office of Surviving Corporation located at 675 McDonnell Blvd., St. Louis, MO 63042.

SEVENTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder of either Constituent Corporation.

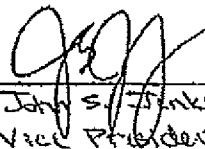
(Signatures on following page)

STPV7_3.308
NYK 1060764-6.053025.0271

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be executed as of October 20, 2006.

NELCOR PURITAN BENNETT
INCORPORATED

By: _____


Name: John S. Jenkins, Jr.
Title: Vice President

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