

Form PTO-1595 (Rev. 03-09)
OMB No. 0651-0027 (exp. 03/31/2009)

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)

Axya Medical, Inc.

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

2. Name and address of receiving party(ies)

Name: Axya Holdings, Inc.

Internal Address: _____

Street Address: 3601 West 76th Street, Suite 200

City: Edina

State: MN

Country: US Zip: 55435

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

3. Nature of conveyance/Execution Date(s):

Execution Date(s) July 25, 2008

- 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)

B. Patent No.(s)

6,409,743

Additional numbers attached? Yes No

5. Name and address to whom correspondence concerning document should be mailed:

Name: Kristine Stefano

Internal Address: Faegre & Benson LLP

2200 Wells Fargo Center

Street Address: 90 South Seventh Street

City: Minneapolis

State: MN Zip: 55402

Phone Number: 612-766-7000

Fax Number: 612-766-1600

Email Address: kstefano@faegre.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 to deposit account
- Enclosed
- None required (government interest not affecting title)

8. Payment Information

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Kristine Stefano
Signature

October 4, 2009
Date

Kristine Stefano
Name of Person Signing

Total number of pages including cover sheet, attachments, and documents: 5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, V.A. 22313-1450

OP \$40.00 6409743

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 OWNERSHIP, WHICH MERGES:

"AXYA MEDICAL, INC.", A DELAWARE CORPORATION,
WITH AND INTO "AXYA HOLDINGS, INC." UNDER THE NAME OF "AXYA HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF JULY, A.D. 2008, AT 5:30 O'CLOCK P.M.

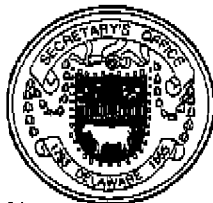
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-SEVENTH DAY OF JULY, A.D. 2008, AT 11:58 O'CLOCK P.M.

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

4181540 8100M

080820291

You may verify this certificate online
at corp.delaware.gov/authvcr.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6753796

DATE: 07-25-08

PATENT
REEL: 023319 FRAME: 0591

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:30 PM 07/25/2008
FILED 05:30 PM 07/25/2008
SRV 080820291 - 4181540 FILE

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
AXYA MEDICAL, INC.
INTO
AXYA HOLDINGS, INC.**

(Subsidiary into parent pursuant to Section 253 of the General Corporation Law of Delaware)

Axya Holdings, Inc., a corporation incorporated on the 26th day of June, 2006, pursuant to the provisions of the General Corporation Law of the State of Delaware;

DOES HEREBY CERTIFY:

FIRST: That **Axya Holdings, Inc.**, a Delaware corporation (the "**Corporation**"), owns all of the outstanding shares of stock of **Axya Medical, Inc.**

SECOND: That the **Corporation** owns 100% of the capital stock of **Axya Medical, Inc.**, a corporation incorporated on the 13th day of March, 1998, pursuant to the provisions of the State of Delaware and that the **Corporation**, by a Written Consent of its Board of Directors effective on the 27th day of July, 2008, determined to and did merge into itself **Axya Medical, Inc.**, which resolution is in the following words to wit:

WHEREAS the **Corporation** lawfully owns 100% of the outstanding stock of **Axya Medical, Inc.**, a corporation organized and existing under the laws of the State of Delaware, and

WHEREAS the **Corporation** desires to merge into itself **Axya Medical, Inc.**, and to be possessed of all the estate, property, rights, privileges and franchises of said corporation,

NOW, THEREFORE, BE IT RESOLVED, that the **Corporation** merge into itself **Axya Medical, Inc.** and assumes all of its obligations, and

FURTHER RESOLVED, that the officers of the **Corporation** hereby are, and each of them acting alone hereby is, directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolution to merge **Axya Medical, Inc.**, and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware; and

FURTHER RESOLVED, that all actions taken to date by the officers of the **Corporation** determined to be necessary or appropriate to carry out the Merger are hereby ratified and approved; and

FURTHER RESOLVED, that the officers of the **Corporation** hereby are, and each of them acting alone hereby is, authorized to the full extent allowed by statute to take such other action as such officers acting jointly, or any of them acting alone, shall

deem necessary and appropriate to carry out the Merger.

FURTHER RESOLVED, that the merger shall become effective on July 27, 2008 at 11:58 p.m. EST.

[Signature page follows]

IN WITNESS WHEREOF, this Certificate of Ownership has been executed by a
duty authorized officer of Axys Holdings, Inc. this 25 day of July, 2008.

AXYA HOLDINGS, INC.,
a Delaware Corporation

By: 

Douglas W. Kohrs
Its Chief Executive Officer

(Signature Page to Certificate of Ownership and Merger between Axys Holdings, Inc. and Axys
Medical, Inc.)