

# PATENT ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/23/2009
CONVEYING PARTY DATA	
Name	Execution Date
Aspect Medical Systems, Inc.	12/23/2009
RECEIVING PARTY DATA	
Name:	Aspect Medical Systems, LLC
Street Address:	15 Hampshire Street
City:	Mansfield
State/Country:	MASSACHUSETTS
Postal Code:	02048
PROPERTY NUMBERS Total: 2	
Property Type	Number
Application Number:	12435028
Application Number:	11871585
CORRESPONDENCE DATA	
Fax Number:	(303)305-2224
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	303-305-2400
Email:	ip.legal@covidien.com
Correspondent Name:	Nellcor Puritan Bennett LLC
Address Line 1:	6135 Gunbarrel Avenue
Address Line 2:	Attn: IP Legal
Address Line 4:	Boulder, COLORADO 80301
ATTORNEY DOCKET NUMBER:	H-RM-01980-1&H-RM-01995-1
NAME OF SUBMITTER:	Brian D. Lefort
Total Attachments: 3	

CH \$80.00 12435028

**501116335**

**PATENT**  
**REEL: 024065 FRAME: 0368**

source=Certified Certificate of Merger of Aspect Inc into Aspect LLC#page1.tif  
source=Certified Certificate of Merger of Aspect Inc into Aspect LLC#page2.tif  
source=Certified Certificate of Merger of Aspect Inc into Aspect LLC#page3.tif

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, 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:

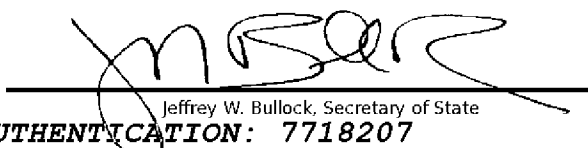
"ASPECT MEDICAL SYSTEMS, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "ASPECT MEDICAL SYSTEMS, LLC" UNDER THE NAME  
OF "ASPECT MEDICAL SYSTEMS, LLC", A LIMITED LIABILITY COMPANY  
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE,  
AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF  
DECEMBER, A.D. 2009, AT 8:30 O'CLOCK A.M.

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

4763971 8100M

091127891



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7718207

DATE: 12-23-09

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

PATENT  
REEL: 024065 FRAME: 0370

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:16 AM 12/23/2009  
FILED 08:30 AM 12/23/2009  
SRV 091127891 - 4763971 FILE

CERTIFICATE OF MERGER  
  
OF  
  
ASPECT MEDICAL SYSTEMS, INC.  
  
INTO  
  
ASPECT MEDICAL SYSTEMS, LLC

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Pursuant to Section 18-209 of the Limited Liability Company Act of the State of Delaware  
and Section 264 of the General Corporation Law of the State of Delaware

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FIRST: The name and jurisdiction of formation or organization and domicile of each of the constituent entities is: Aspect Medical Systems, LLC, a Delaware limited liability company (the "LLC"), and Aspect Medical Systems, Inc., a Delaware corporation (the "Corporation").

SECOND: The Corporation and the LLC have entered into an Agreement of Merger, dated as of December 23, 2009 (the "Merger Agreement"), providing for the merger of the Corporation with and into the LLC pursuant to Section 18-209 of the Limited Liability Company Act of the State of Delaware (the "DLLCA") and Section 264 of the General Corporation Law of the State of Delaware (the "DGCL"). The Merger Agreement has been approved, adopted, certified, executed and acknowledged in accordance with Sections 18-204 and 18-209 of the DLLCA, in the case of the LLC, and Sections 103 and 264 of the DGCL, in the case of the Corporation.

THIRD: Aspect Medical Systems, LLC shall be the surviving entity in the merger (the "Surviving LLC").

FOURTH: The Merger Agreement is on file at an office of the Surviving LLC at 15 Hampshire Street, Mansfield, MA 02048. A copy of the Merger Agreement will be furnished by the Surviving LLC, on request and without cost, to any member of the LLC or to any stockholder of the Corporation.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Surviving LLC has caused this Certificate of  
Merger to be duly executed as of the 23<sup>rd</sup> day of December, 2009.

ASPECT MEDICAL SYSTEMS, LLC

By: /s/ Matthew J. Nicolella  
Name: Matthew J. Nicolella  
Title: Authorized Person