

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | CHANGE OF NAME |
| CONVEYING PARTY DATA | |
| Name | Execution Date |
| Nellcor Puritan Bennett Incorporated | 12/20/2006 |
| RECEIVING PARTY DATA | |
| Name: | Nellcor Puritan Bennett LLC |
| Street Address: | 6135 Gunbarrel Avenue |
| Internal Address: | Attn. IP Legal |
| City: | Boulder |
| State/Country: | COLORADO |
| Postal Code: | 80301 |
| PROPERTY NUMBERS Total: 1 | |
| Property Type | Number |
| Application Number: | 11494357 |
| 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 4: | Boulder, COLORADO 80301 |
| ATTORNEY DOCKET NUMBER: | P0414S-03 |
| NAME OF SUBMITTER: | Dave Schaumann |

CH \$40.00 11494357

Total Attachments: 4
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 source=Certificate of Formation#page1.tif

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**PATENT
 REEL: 024485 FRAME: 0304**

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "NELLCOR PURITAN BENNETT INCORPORATED" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NELLCOR PURITAN BENNETT INCORPORATED" TO "NELLCOR PURITAN BENNETT LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 2006, AT 7:07 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2006, AT 9:45 O'CLOCK A.M.

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

2098124 8100V

061171411



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5298427

DATE: 12-20-06

PATENT
REEL: 024485 FRAME: 0306

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:03 PM 12/20/2006
FILED 07:07 PM 12/20/2006
SRV 061171411 - 2098124 FILE

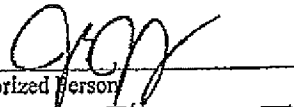
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 18-214 OF THE DELAWARE LIMITED LIABILITY
COMPANY ACT AND SECTION 266 OF THE DELAWARE GENERAL
CORPORATION LAW

1. The name of the corporation immediately prior to the filing of this certificate of conversion is Nellcor Puritan Bennett Incorporated. The name under which the corporation was originally incorporated is Nellcor Incorporated.
2. The date on which the original Certificate of Incorporation was filed with the Delaware Secretary of State is August 5, 1986.
3. The name of the limited liability company into which the corporation is herein being converted is Nellcor Puritan Bennett LLC, which shall be organized as a Delaware limited liability company.
4. The conversion has been approved in accordance with the provisions of Section 8-266 of the Delaware General Corporation Law.
5. The effective time of the conversion of Nellcor Puritan Bennett Incorporation to Nellcor Puritan Bennett LLC shall be on December 29, 2006 at 9:45 a.m. eastern standard time.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion this 20th day of December, 2006.

By:

Authorized Person


John S. Jenkins, Jr.
Vice President

STPV_330F
NYX 1260292.051025.0271

Delaware

PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "NELLICOR PURITAN BENNETT LLC" FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 2006, AT 7:07 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2006, AT 9:45 O'CLOCK A.M.

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

2098124 8100V

061171411



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5298427

DATE: 12-20-06

PATENT
REEL: 024485 FRAME: 0308

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:03 PM 12/20/2006
FILED 07:07 PM 12/20/2006
SRV 061171411 - 2098124 FILE

CERTIFICATE OF FORMATION
OF
NELLCOR PURITAN BENNETT LLC

1. The name of the limited liability company is: Nellcor Puritan Bennett LLC.
2. The address of its registered office in the State of Delaware is The Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.
3. This Certificate of Formation shall be effective on December 29, 2006 at 9:45 a.m. eastern standard time.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 20th day of December, 2006.

By:


Authorized Person

John S. Jenkins, Jr.
Vice President

STPV, 330F
NYK 1060970.051025.0271