

# PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT										
NATURE OF CONVEYANCE:	ASSIGNMENT										
<b>CONVEYING PARTY DATA</b>											
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 70%;">Name</th> <th style="width: 30%;">Execution Date</th> </tr> </thead> <tbody> <tr> <td>Stephen M. Grenon</td> <td>09/25/2006</td> </tr> <tr> <td>Lyle Paul</td> <td>09/26/2006</td> </tr> <tr> <td>Steven Roe</td> <td>09/27/2006</td> </tr> <tr> <td>Donald R. Korb</td> <td>09/25/2006</td> </tr> </tbody> </table>		Name	Execution Date	Stephen M. Grenon	09/25/2006	Lyle Paul	09/26/2006	Steven Roe	09/27/2006	Donald R. Korb	09/25/2006
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<b>RECEIVING PARTY DATA</b>											
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">Name:</td> <td>TearScience, Inc.</td> </tr> <tr> <td>Street Address:</td> <td>1101 G Aviation Parkway</td> </tr> <tr> <td>City:</td> <td>Morrisville</td> </tr> <tr> <td>State/Country:</td> <td>NORTH CAROLINA</td> </tr> <tr> <td>Postal Code:</td> <td>27560</td> </tr> </table>		Name:	TearScience, Inc.	Street Address:	1101 G Aviation Parkway	City:	Morrisville	State/Country:	NORTH CAROLINA	Postal Code:	27560
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<b>PROPERTY NUMBERS Total: 1</b>											
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<b>CORRESPONDENCE DATA</b>											
<p>Fax Number: (919)238-2301</p> <p><i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i></p> <p>Phone: 919-238-2300</p> <p>Email: kfarrow@withrowterranova.com</p> <p>Correspondent Name: WITHROW &amp; TERRANOVA, P.L.L.C.</p> <p>Address Line 1: 100 REGENCY FOREST DRIVE</p> <p>Address Line 2: SUITE 160</p> <p>Address Line 4: CARY, NORTH CAROLINA 27518</p>											
ATTORNEY DOCKET NUMBER:	1158-006-C2										
NAME OF SUBMITTER:	Kelly Farrow										
Total Attachments: 10											

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**PATENT**  
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## ASSIGNMENT

THIS ASSIGNMENT, made by us, Stephen M. Grenon, of 6318 Acorn Ridge Trail, Hillsborough, NC 27278, a citizen of the United States of America, Lyle Paul of 451 Bluebird Drive, Russell KY 41169, a citizen of the United States of America, Steven Roe of 21 Hillbarn Court, San Mateo, CA 94403, a citizen of the United States of America, and Donald R. Korb of 10 Brimmer Street, Boston, MA 02108, a citizen of the United States of America;

WITNESSETH: That,

WHEREAS, we are the inventors of certain new and useful improvements in a Method and Apparatus for Treating Meibomian Gland Dysfunction Employing Fluid Jet for which an application for United States Letters Patent with the same title has been executed by us, and which was filed in the United States Patent and Trademark Office on 09/29/2006 and which was assigned serial number 11/541,291; and

WHEREAS, Kolis Scientific, Inc., located at 1101G Aviation Parkway, Morrisville, NC 27560, hereinafter referred to as assignee, is desirous of acquiring the entire right, title and interest in and to said invention as described in said application, and in and to any and all Letters Patent which shall be granted therefor in the United States of America and all foreign countries;

NOW, THEREFORE, To All Whom It May Concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, we have sold and by these presents do hereby sell, assign, transfer

and convey unto the said assignee, its successors and assigns, the entire right, title and interest in and to the said invention and application, and in and to any and all continuations, continuations-in-part, or divisions thereof, and in and to any and all Letters Patent of the United States of America and all foreign countries or reissues thereof which may be granted therefore or thereon, for the full end of the term for which said Letters Patent may be granted, together with the right to claim the priority of said application in all foreign countries in accordance with the International Convention, the same to be held and enjoyed by said assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by us if this assignment and sale had not been made.

We hereby request that said Letters Patent be issued in accordance with this assignment.

We further covenant and agree that, at the time of the execution and delivery of these presents, we possess full title to the invention and application above-mentioned, and that we have the unencumbered right and authority to make this assignment.

We further covenant and agree and bind our heirs, legal representatives and assigns, promptly to communicate to said assignee or its representatives any facts known to us relating to said invention, to testify in any interference or legal proceedings involving said invention, to execute any additional papers which may be requested to confirm the right of the assignee, its representatives, successors or assigns to secure patent or similar protection for the said invention in all countries and to vest in the assignee complete title to the said invention and Letters Patent,

without further compensation, but at the expense of said assignee, its successors,  
assigns and other legal representatives.

IN WITNESS WHEREOF, we have hereunto set our hands and seals

this 23 day of September, 2006.

Donald R. Korb (SEAL)  
Donald R. Korb

\_\_\_\_\_(SEAL)  
Steven Roe

Stephen M. Grenon (SEAL)  
Stephen M. Grenon

\_\_\_\_\_(SEAL)  
Lyle Paul

STATE OF MASSACHUSETTS )  
COUNTY OF MASS ) ss:

Before me personally appeared Donald R. Korb, to me known to be the person  
described in and who executed the foregoing instrument; and he acknowledged to me that he executed  
the same for the purposes therein stated, this 23 day of September, 2006.

Notary Public  
SEAL

**HUI ZHONG YU, NOTARY PUBLIC**  
**COMMONWEALTH OF MASSACHUSETTS**  
**MY COMMISSION EXPIRES 03/01/10**

My Commission Expires: \_\_\_\_\_

STATE OF NORTH CAROLINA )  
COUNTY OF WAKE ) ss:

Before me personally appeared Stephen M. Grenon, to me known to be the person  
described in and who executed the foregoing instrument; and he acknowledged to me that he executed  
the same for the purposes therein stated, this 28 day of September, 2006.

Notary Public  
ROBERT ROSENTHAL

SEAL

MY COMMISSION EXPIRES: 7/7/2007





STATE OF KENTUCKY            )  
  ) ss:  
COUNTY OF Ky.            )

Before me personally appeared Lyle Paul, to me known to be the person described in and who executed the foregoing instrument; and he acknowledged to me that he executed the same for the purposes therein stated, this 21<sup>st</sup> day of September, 2006.

Cindy J. Huett  
Notary Public

SEAL

My Commission Expires: 2-14-08

STATE OF CALIFORNIA        )  
  ) ss:  
COUNTY OF \_\_\_\_\_ )

Before me personally appeared Steven Roe, to me known to be the person described in and who executed the foregoing instrument; and he acknowledged to me that he executed the same for the purposes therein stated, this \_\_\_\_\_ day of \_\_\_\_\_, 2006.

\_\_\_\_\_  
Notary Public

SEAL

My Commission Expires: \_\_\_\_\_

ASSIGNKOLIS06US



STATE OF KENTUCKY            )  
  ) ss:  
COUNTY OF \_\_\_\_\_ )

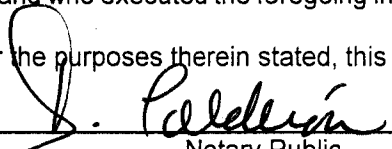
Before me personally appeared Lyle Paul, to me known to be the person described in  
and who executed the foregoing instrument; and he acknowledged to me that he executed the same for  
the purposes therein stated, this \_\_\_\_\_ day of \_\_\_\_\_, 2006.

\_\_\_\_\_  
Notary Public  
SEAL

My Commission Expires: \_\_\_\_\_

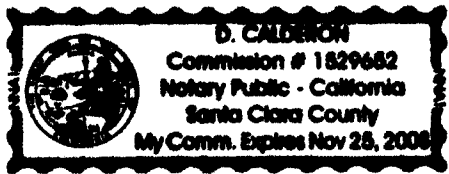
STATE OF CALIFORNIA        )  
  ) ss:  
COUNTY OF Santa Clara )

Before me personally appeared Steven Roe, to me known to be the person described  
in and who executed the foregoing instrument; and he acknowledged to me that he executed the same  
for the purposes therein stated, this 27<sup>th</sup> day of September, 2006.

  
\_\_\_\_\_  
Notary Public  
SEAL

My Commission Expires: 11/2008

ASSIGNKOLIS06US



# 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 "KOLIS SCIENTIFIC, INC.", CHANGING ITS NAME FROM "KOLIS SCIENTIFIC, INC." TO "TEARSCIENCE, INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2008, AT 10:24 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. 2009.

3984622 8100

081223152



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

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7048473

DATE: 12-24-08

PATENT  
REEL: 025022 FRAME: 0980

**CERTIFICATE OF AMENDMENT**  
**OF THE**  
**RESTATED CERTIFICATE OF INCORPORATION**  
**OF**  
**KOLIS SCIENTIFIC, INC.,**  
**a Delaware corporation**

Kolis Scientific, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "General Corporation Law").

DOES HEREBY CERTIFY:

FIRST: The name of the Corporation is Kolis Scientific, Inc.

SECOND: The date on which the Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of the State of Delaware was June 21, 2005, under the name Kolis Scientific, Inc.

THIRD: That the Board of Directors of the Corporation adopted resolutions setting forth a proposed amendment to the Restated Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and in the best interests of the Corporation and its stockholders and authorizing the appropriate officers of the Corporation to solicit the consent of the stockholders therefor, which resolution setting forth the proposed amendment is substantially as follows:

"RESOLVED, that Article 1 of the Restated Certificate of Incorporation of the Corporation be amended to read in its entirety as follows:

The name of this corporation is TearScience, Inc."

FOURTH: That thereafter said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law by written consent of the stockholders holding the requisite number of shares required by statute given in accordance with and pursuant to Section 228 of the General Corporation Law of the State of Delaware.

FIFTH: That said amendment shall be effective January 1, 2009.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment of the Restated Certificate of Incorporation to be signed by a duly authorized officer of the Corporation this 23<sup>rd</sup> day of December, 2008.

/s/ Timothy R. Willis

Timothy R. Willis

President and Chief Executive Officer