

## PATENT ASSIGNMENT

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT										
NATURE OF CONVEYANCE:	ASSIGNMENT										
CONVEYING PARTY DATA											
<table border="1"> <thead> <tr> <th>Name</th> <th>Execution Date</th> </tr> </thead> <tbody> <tr> <td>Nicholas J. Katrana</td> <td>01/02/2012</td> </tr> <tr> <td>Nathan A. Winslow</td> <td>12/22/2011</td> </tr> </tbody> </table>		Name	Execution Date	Nicholas J. Katrana	01/02/2012	Nathan A. Winslow	12/22/2011				
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RECEIVING PARTY DATA											
<table border="1"> <tr> <td>Name:</td> <td>Biomet Manufacturing, LLC</td> </tr> <tr> <td>Street Address:</td> <td>56 East Bell Drive</td> </tr> <tr> <td>City:</td> <td>Warsaw</td> </tr> <tr> <td>State/Country:</td> <td>INDIANA</td> </tr> <tr> <td>Postal Code:</td> <td>46582</td> </tr> </table>		Name:	Biomet Manufacturing, LLC	Street Address:	56 East Bell Drive	City:	Warsaw	State/Country:	INDIANA	Postal Code:	46582
Name:	Biomet Manufacturing, LLC										
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PROPERTY NUMBERS Total: 1											
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> </tr> </thead> <tbody> <tr> <td>Application Number:</td> <td>14041084</td> </tr> </tbody> </table>		Property Type	Number	Application Number:	14041084						
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CORRESPONDENCE DATA											
<p>Fax Number: 2486410270  <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i></p> <p>Phone: 248-641-1600        Email: carnholt@hdp.com        Correspondent Name: Harness, Dickey &amp; Pierce, P.L.C.        Address Line 1: P. O. Box 828        Address Line 4: Bloomfield Hills, MICHIGAN 48303</p>											
ATTORNEY DOCKET NUMBER:	5490-000886/US/COD										
NAME OF SUBMITTER:	Matthew H. Szalach										
Signature:	/Matthew H. Szalach/										
Date:	10/01/2013										

**Total Attachments: 9**

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**ASSIGNMENT BY INVENTORS**

**THIS ASSIGNMENT** is made by Nicholas J. Katrana, residing at 8116 Acom Hill Cove, Fort Wayne, IN 46804; and Nathan A. Winslow, residing at 2245 South Hunter's Ridge, Warsaw, IN 46582 (hereinafter referred to as Assignors), respectively;

**WHEREAS**, Assignors have invented certain new and useful improvements in SHOULDER PROSTHESIS, set forth in a Patent application for Letters Patent of the United States, executed on even date preparatory to filing (each inventor should sign this Assignment on the same day as he/she signs the Declaration); and

**WHEREAS**, Biomet Manufacturing Corp., a Corporation organized under and pursuant to the laws of Indiana having its principal place of business at 56 E. Bell Dr., Warsaw, Indiana 46582 (hereinafter referred to as Assignee), is desirous of acquiring the entire right, title and interest in and to said inventions and said Application for Letters Patent of the United States, and in and to any Letters Patent of the United States to be obtained therefore and thereon.

**NOW, THEREFORE**, for good and sufficient consideration, the receipt of which is hereby acknowledged, Assignors have sold, assigned, transferred and set over, and by these presents do sell, assign, transfer and set over, unto Assignee, its successors, legal representatives and assigns, the entire right, title and interest in and to the above-mentioned inventions and application for Letters Patent, and in and to any and all direct and indirect divisions, continuations and continuations-in-part of said application, and any and all Letters Patent in the United States and all foreign countries which may be granted therefore and thereon, and reissues, reexaminations and extensions of said Letters Patent, and all rights under the International Convention for the Protection of Industrial Property, including the right to recover for past infringements, the same to be held and enjoyed by Assignee, for its own use and benefit and the use and benefit of its

successors, legal representatives and assigns, to the full end of the term or terms for which Letters Patent may be granted and/or extended, as fully and entirely as the same would have been held and enjoyed by Assignors, had this sale and assignment not been made.

**AND** for the same consideration, Assignors hereby represent and warrant to Assignee, its successors, legal representatives and assigns, that, at the time of execution and delivery of these presents, except for any rights, titles and/or interests that have arisen to Assignee under law or that have already been transferred to Assignee, Assignors are the sole and lawful owners of the entire right, title and interest in and to the said inventions and application for Letters Patent above-mentioned, and that the same are unencumbered and that Assignors have good and full right and lawful authority to sell and convey the same in the manner herein set forth.

**AND** for the same consideration, Assignors hereby covenant to and agree with Assignee, its successors, legal representatives and assigns, that Assignors will sign all papers and documents, make all lawful declarations and do all acts necessary or required to be done for the procurement, maintenance, enforcement and defense of any Letters Patent and applications for Letters Patent for said inventions, without charge to Assignee, its successors, legal representatives and assigns except for reimbursement of reasonable out-of-pocket expenses incurred by Assignor, whenever counsel of Assignee, or counsel of its successors, legal representatives and assigns, shall advise: that any proceeding in connection with said inventions, or said Patent application for Letters Patent, or any proceeding in connection with any Letters Patent or applications for Letters Patent for said inventions in any country, including but not limited to interference proceedings, is lawful and desirable; or, that any division, continuation or continuation-in-part of any application for Letters Patent, or any reissue, reexamination or extension of any Letters Patent, to be obtained thereon, is lawful and desirable.

**AND** Assignors hereby request the Commissioner of Patent and Trademarks to issue said Letters Patent of the United States to Assignee, as Assignee of said inventions

and the Letters Patent to be issued thereon, for the sole use and benefit of Assignee, its successors, legal representatives and assigns.

**AND** Assignors hereby grant the following individuals the power to insert on this Assignment any further identification which may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document:

**HARNESS, DICKEY & PIERCE, P.L.C.**

All practitioners at Customer Number 94507

**AND** Assignors acknowledge an obligation of assignment of this invention to Assignee at the time the invention was made.

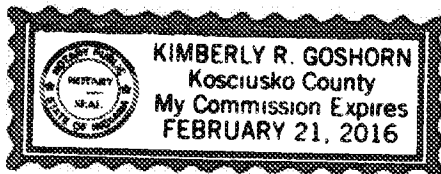
Nicholas J. Katrana  
Nicholas J. Katrana

Date: 1/2/12

United States of America )  
State of INDIANA ) ss.:  
County of KOSCIUSKO )

On this 2 day of JANUARY, 2012, before me  
personally came Nicholas J. Katrana, to me known to be the individual  
described in and who executed the foregoing instrument, and acknowledged execution  
of the same.

Kimberly R. Goshorn  
Notary Public

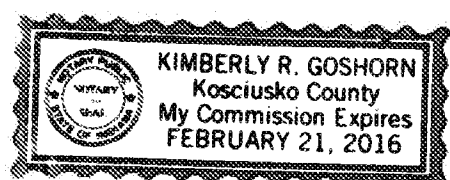


  
Nathan A. Winslow

Date: 12.22.2011

United States of America )  
State of INDIANA ) ss.:  
County of KOSCIUSKO )

On this 22 day of DECEMBER, 2011, before me  
personally came Nathan A. Winslow, to me known to be the individual  
described in and who executed the foregoing instrument, and acknowledged execution  
of the same.



  
Notary Public

16445010.1

wph



**ARTICLES OF ENTITY CONVERSION:**  
**Conversion of a Corporation into a Limited Liability Company**  
State Form 51576 (R2 / 4-12)  
Approved by State Board of Accounts, 2004

CONNIE LAWSON  
SECRETARY OF STATE  
CORPORATE DIVISION  
302 W. Washington Street, Rm. E018  
Indianapolis, IN 46204  
Telephone: (317) 232-6576

2013 JUN -3 AM 10:59

- INSTRUCTIONS:
1. Use 8 1/2" x 11" white paper for attachments.
  2. Present original and one (1) copy to the address in upper right corner of this form.
  3. Please TYPE or PRINT.
  4. Please visit our office on the web at [www.sos.in.gov](http://www.sos.in.gov).

Indiana Code 23-1-18-3  
FILING FEE: \$30.00

<b>ARTICLES OF CONVERSION OF</b> <u>Biomet Manufacturing Corporation</u> (hereinafter "Non-surviving Corporation")	<b>APPROVED AND FILED</b>  <i>Connie Lawson</i> IND. SECRETARY OF STATE
<b>INTO</b> <u>Biomet Manufacturing, LLC</u> (hereinafter "Surviving LLC")	

<b>ARTICLE I: PLAN OF ENTITY CONVERSION</b>
<p>a. Please set forth the Plan of Conversion, containing such information as required by Indiana Code 23-1-38.5-11 and Indiana Code 23-1-38.5-12, attach herewith, and designate it as "Exhibit A."</p> <p>The following is basic information that must be included in the Plan of Entity Conversion: (please refer to Indiana Code 23-1-38.5-12 for a more complete listing of requirements before submitting the plan).</p> <ul style="list-style-type: none"><li>• A statement of the type of business entity that Surviving LLC will be and, if it will be a foreign non-corporation, its jurisdiction of organization;</li><li>• The terms and conditions of the conversion;</li><li>• The manner and basis of converting the shares of Non-surviving Corporation into the interests, securities, obligations, rights to acquire interests or other securities of Surviving LLC following its conversion; and</li><li>• The full text, as in effect immediately after the consummation of the conversion, of the organic document (if any) of Surviving LLC.</li><li>• If, as a result of the conversion, one or more shareholders of Non-surviving Corporation would be subject to owner liability for debts, obligations, or liabilities of any other person or entity, those shareholders must consent in writing to such liabilities in order for the Plan of Merger to be valid.</li></ul> <p>b. Please read and sign the following statement. <i>I hereby affirm under penalty of perjury that the plan of conversion is in accordance with the Articles of Incorporation or bylaws of Non-surviving Corporation and is duly authorized by the shareholders of Non-surviving Corporation as required by the laws of the State of Indiana.</i></p> <p>Signature <u><i>[Signature]</i></u> Printed Name <u>Bradley J. Tandy</u> Title <u>Secretary</u></p>

<b>ARTICLE II: NAME AND DATE OF INCORPORATION OF NON-SURVIVING CORPORATION</b>
<p>a. The name of Non-surviving Corporation immediately before filing these Articles of Entity Conversion is the following: <u>Biomet Manufacturing Corporation</u></p> <p>b. The date on which Non-surviving Corporation was incorporated in the State of Indiana is the following (month, day, year): <u>April 21, 1999</u></p>

<b>ARTICLE III: NAME AND PRINCIPAL OFFICE OF SURVIVING LLC</b>			
<p>a. The name of Surviving LLC is the following: <u>Biomet Manufacturing, LLC</u></p> <ul style="list-style-type: none"><li>• (Please note pursuant to Indiana Code 23-18-2-8, this name must include the words "Limited Liability Company", "L.L.C.", or "LLC".)</li><li>• (If Surviving LLC is a foreign LLC, then its name must adhere to the laws of the state in which it is domiciled.)</li></ul> <p>b. The address of Surviving LLC's Principal Office is the following:</p>			
Street Address (number and street) <u>56 East Bell Drive</u>	City <u>Warsaw</u>	State <u>IN</u>	ZIP Code <u>46582</u>



Indiana Secretary of State  
Packet: 1999041331  
Filing Date: 06/03/2013  
Effective Date: 06/03/2013

**ARTICLE IV: REGISTERED OFFICE AND AGENT OF SURVIVING LLC**

Registered Agent: The name and street address of Surviving LLC's Registered Agent and Registered Office for service of process are the following:

Name of Registered Agent

Corporate Creations Network, Inc.

Address of Registered Office (number and street or building)

105 East Jefferson Boulevard #800

City

South Bend

Indiana

ZIP Code

46601

**ARTICLE V - JURISDICTION OF SURVIVING LLC AND CHARTER SURRENDER OF NON-SURVIVING CORPORATION**

**SECTION 1:**

**JURISDICTION**

Please state the jurisdiction in which Surviving LLC will be organized and governed. Indiana

**SECTION 2:**

**CHARTER SURRENDER** (Please complete this section only if Surviving LLC is organized outside of Indiana).

If the jurisdiction stated above is not Indiana, please set forth the Articles of Charter Surrender for the Non-surviving Corporation and attach herewith as "Exhibit B."

Pursuant to *Indiana Code 23-1-38.5-14*, the Articles of Charter Surrender must include:

1. The name of Non-surviving Corporation;
2. A statement that the Articles of Charter Surrender are being filed in connection with the conversion of Non-surviving Corporation into an LLC that will be organized in a jurisdiction other than the State of Indiana;
3. A signed statement under penalty of perjury that the conversion was duly approved by the shareholders of Non-surviving Corporation in a manner required by Indiana Law and consistent with the Articles of Incorporation or the bylaws of Non-surviving Corporation;
4. The jurisdiction under which the Surviving LLC will be organized; and
5. The address of Surviving LLC's executive office.

**ARTICLE VI: DISSOLUTION OF SURVIVING LLC**

Please indicate when dissolution will take place in Surviving LLC:

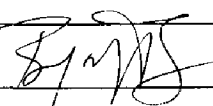
- ☐ The latest date upon which Surviving LLC is to dissolve is \_\_\_\_\_ OR  
☒ Surviving LLC is perpetual until dissolution.

**ARTICLE VII: MANAGEMENT OF SURVIVING LLC**

Surviving LLC will be managed by: ☐ The members of Surviving LLC, OR  
☒ A manager or managers

In Witness Whereof, the undersigned being an officer or other duly authorized representative of Non-surviving Corporation executes these Articles of Entity Conversion and verifies, subject to penalties of perjury, that the statements contained herein are true.

this 3rd day of June, 20 13.

Signature 	Printed Name Bradley J. Tandy
Title Secretary	

**EXHIBIT A**

**PLAN OF ENTITY CONVERSION OF BIOMET MANUFACTURING CORPORATION**

WHEREAS, Biomet Manufacturing Corporation, an Indiana corporation, desires to convert its business entity status from a corporation to a limited liability company and hereby agrees as follows:

1. The name of the business entity prior to the conversion is: Biomet Manufacturing Corporation ("Biomet") and is a corporation duly organized under the laws of the State of Indiana on April 21, 1999.
2. The name of the business entity after the conversion shall be Biomet Manufacturing, LLC and will be a limited liability company duly organized under the laws of the State of Indiana (the "Converted Entity").
3. The conversion shall become effective on June 3, 2013 (the "Effective Date").
4. On the Effective Date, the Articles of Incorporation and Bylaws of Biomet shall cease to exist. The Articles of Organization and the Limited Liability Company Agreement of the Converted Entity shall govern according to the applicable laws of the State of Indiana.
5. The persons who are members of the Board of Directors and officers of Biomet immediately prior to the Effective Date shall, after the Effective Date, be the members of the Board of Managers and officers of the Converted Entity.
6. On the Effective Date, by virtue of the conversion and without any action on the part of the holder of Biomet's common stock, each share of common stock of Biomet which is held immediately prior to the Effective Date by Biomet, Inc., shall be converted and reclassified into one unit of the Converted Entity.
7. On and after the Effective Date, for all purposes of the laws of Indiana, the converted Entity shall be considered (i) to be an Indiana limited liability company, (ii) to be the same entity, without interruption, as Biomet prior to the Effective Date, and (iii) to have been formed on April 21, 1999, the date that Biomet was originally incorporated.
8. On or after the Effective Date, the Converted Entity shall possess all the assets of every description, and every interest in the assets, wherever located, and the rights, privileges, immunities, powers, franchises and authority, of a public as well as a private nature, of Biomet and all obligations belonging to or due to Biomet, all of which vested in the Converted Entity without further act or deed. The Converted Entity shall be liable for all the obligations of Biomet; any claim existing, or action or proceeding pending, by or against Biomet may be prosecuted to judgment, with right of appeal, as if the Conversion had not taken place; or the Converted Entity may be substituted in its place; and all the rights of creditors of Biomet shall be preserved unimpaired.

Indiana Secretary of State  
Packet: 1999041331  
Filing Date: 06/03/2013  
Effective Date: 06/03/2013

**State of Indiana**  
**Office of the Secretary of State**

**CERTIFICATE OF CONVERSION**

of

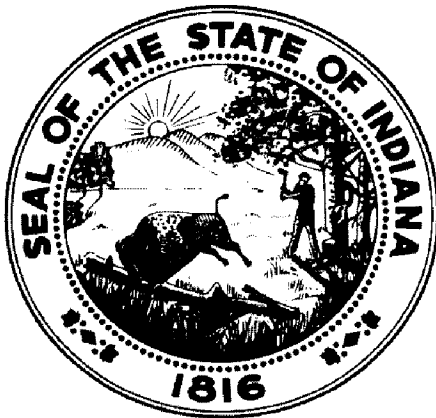
**BIOMET MANUFACTURING CORPORATION**

I, CONNIE LAWSON, Secretary of State of Indiana, hereby certify that Articles of Conversion of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

**BIOMET MANUFACTURING, LLC**

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, June 03, 2013.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, June 3, 2013.

*Connie Lawson*

CONNIE LAWSON,  
SECRETARY OF STATE

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