

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT2837185

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	02/03/2014

**CONVEYING PARTY DATA**

Name	Execution Date
CABOCHON AESTHETICS, INC.	02/03/2014

**RECEIVING PARTY DATA**

<b>Name:</b>	ULTHERA, INC.
<b>Street Address:</b>	1840 SOUTH STAPLEY DRIVE
<b>Internal Address:</b>	SUITE 200
<b>City:</b>	MESA
<b>State/Country:</b>	ARIZONA
<b>Postal Code:</b>	85204

**PROPERTY NUMBERS Total: 25**

Property Type	Number
Application Number:	11771932
Application Number:	12555746
Application Number:	12787377
Application Number:	12852029
Application Number:	13533745
Application Number:	13712429
Application Number:	13712694
Application Number:	13778293
Application Number:	13799377
Application Number:	14060437
Application Number:	13957744
Patent Number:	7967763
Patent Number:	7588547
Patent Number:	7601128
Patent Number:	8348867
Patent Number:	8366643
Patent Number:	8167280
Patent Number:	8518069
Patent Number:	8439940

PATENT

Property Type	Number
Patent Number:	8574251
Application Number:	13772718
PCT Number:	US2011037800
PCT Number:	US2010044782
PCT Number:	US2011046893
PCT Number:	US2011062449

#### CORRESPONDENCE DATA

**Fax Number:** (949)760-9502

***Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.***

**Phone:** 9497600404

**Email:** efiling@knobbe.com

**Correspondent Name:** KNOBBE MARTENS OLSON & BEAR, LLP

**Address Line 1:** 2040 MAIN STREET

**Address Line 2:** 14TH FLOOR

**Address Line 4:** IRVINE, CALIFORNIA 92614

**ATTORNEY DOCKET NUMBER:** ULTHE - MERGER DOCS

**NAME OF SUBMITTER:** JASON A. GERSTING, PH.D.

**SIGNATURE:** /Jason A. Gersting/

**DATE SIGNED:** 04/30/2014

#### Total Attachments: 4

source=MERGER\_DOCUMENTS\_ULTHERA#page1.tif

source=MERGER\_DOCUMENTS\_ULTHERA#page2.tif

source=MERGER\_DOCUMENTS\_ULTHERA#page3.tif

source=MERGER\_DOCUMENTS\_ULTHERA#page4.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 OWNERSHIP, WHICH MERGES:

"CABOCHON AESTHETICS, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "ULTHERA, INC." UNDER THE NAME OF "ULTHERA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF FEBRUARY, A.D. 2014, AT 9:04 O'CLOCK P.M.

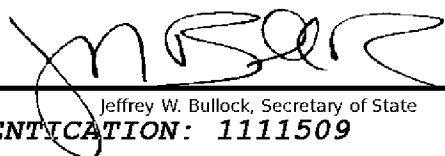
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4059496 8100M

140127081



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

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1111509

DATE: 02-05-14

PATENT  
REEL: 032795 FRAME: 0128

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**CABOCHON AESTHETICS, INC.**

**(a Delaware corporation)**

**into**

**ULTHERA, INC.**

**(a Delaware corporation)**

**(PURSUANT TO SECTION 253 OF THE DELAWARE  
GENERAL CORPORATION LAW)**

Ulthera, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Company"), does hereby certify:

1. The Company was incorporated on November 10, 2005, under the name Ulthera, Inc. pursuant to the Delaware General Corporation Law.
2. The Company is the owner of 100% of the outstanding shares of each class of the capital stock of Cabochon Aesthetics, Inc., a Delaware corporation (the "Subsidiary").
3. The Company, by the following resolutions adopted on February 3, 2014, by the Board of Directors of the Company, merges the Subsidiary into the Company effective immediately upon filing of this document.

**SHORT-FORM MERGER WITH SUBSIDIARY**

**WHEREAS**, the Company owns all outstanding shares of capital stock of the Subsidiary.

**WHEREAS**, the Board deems it in the best interest of the Company to merge the Subsidiary into the Company in accordance with the provisions applicable to short form mergers set forth in the Delaware General Corporation Law (the "Merger").

**NOW, THEREFORE, BE IT RESOLVED**, that the Company shall merge the Subsidiary into itself and assume all of the Subsidiary's liabilities and obligations in accordance with provisions contained in the Delaware General Corporation Law;

**RESOLVED FURTHER**, that the proper officers of the Company be, and each of them hereby is, authorized and empowered to execute and acknowledge a Certificate of Ownership and Merger (the "Certificate"), setting forth a copy of

the resolutions to merge the Subsidiary into the Company and to file the Certificate with the Delaware Secretary of State;

**RESOLVED FURTHER**, that the Merger is intended to qualify as a complete liquidation of a subsidiary for purposes of Section 332 of the Internal Revenue Code of 1986, as amended;

#### **GENERAL AUTHORITY AND RATIFICATION**

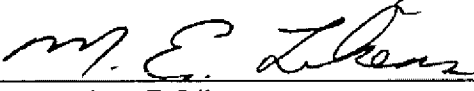
**RESOLVED FURTHER**, that the proper officers of the Company be, and each of them hereby is, authorized and empowered, in the name of and on behalf of the Company, to prepare or cause to be prepared and to execute, deliver, verify, acknowledge, file or record any documents, instruments, certificates, statements, papers, or any amendments thereto, as may be deemed necessary or advisable in order to effectuate the transactions contemplated by the actions approved herein, and to take such further steps and do all such further acts or things as shall be necessary or desirable to carry out the transactions contemplated by the foregoing resolutions; and

**RESOLVED FURTHER**, that all acts and deeds previously performed by the proper officers of the Company prior to the date of these resolutions that are within the authority conferred hereby, are ratified, confirmed and approved in all respects as the authorized acts and deeds of the Company.

*[Signature page follows]*

Executed on February 3, 2014.

ULTHERA, INC.

By: 

Name: Matthew E. Likens

Title: President & Chief Executive Officer