

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT3069755

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER	
EFFECTIVE DATE:	10/01/2014	
CONVEYING PARTY DATA		
	Name	Execution Date
	NANOSTIM, INC.	10/01/2014
RECEIVING PARTY DATA		
Name:	PACESETTER, INC.	
Street Address:	645 ALMANOR AVE	
City:	SUNNYVALE	
State/Country:	CALIFORNIA	
Postal Code:	94085	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	13956946
CORRESPONDENCE DATA		
Fax Number:	(818)256-8965	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	4085226167	
Email:	traymer@sjm.com	
Correspondent Name:	STEVEN M. MITCHELL	
Address Line 1:	645 ALMANOR AVE.	
Address Line 4:	SUNNYVALE, CALIFORNIA 94085	
ATTORNEY DOCKET NUMBER:	NANO-715.200	
NAME OF SUBMITTER:	THERESA A. RAYMER	
SIGNATURE:	/Theresa A. Raymer/	
DATE SIGNED:	10/17/2014	
Total Attachments: 5		
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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:

"NANOSTIM, INC.", A DELAWARE CORPORATION,
WITH AND INTO "PACESETTER, INC." UNDER THE NAME OF
"PACESETTER, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE FIRST DAY OF OCTOBER, A.D. 2014, AT 4:24 O'CLOCK P.M.


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

2400854 8100M

141246291



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1749589

DATE: 10-02-14

PATENT
REEL: 033971 FRAME: 0129

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

NANOSTIM, INC.
(a Delaware corporation)

with and into

PACESETTER, INC.
(a Delaware corporation)

Pursuant to Section 253 of the Delaware General Corporation Law.

Pacesetter, Inc., a Delaware corporation (the "Corporation") hereby certifies that:

FIRST: The name and state of formation of each of the constituent entities are as follows:

- (i) Nanostim, Inc., which is incorporated under the laws of the State of Delaware ("Nanostim"); and
- (ii) Pacesetter, Inc. which is incorporated under the laws of the State of Delaware.

SECOND: The Corporation owns 100% of all the outstanding shares of common stock, \$0.001 par value per share, of Nanostim. Nanostim has no class of capital stock outstanding other than such common stock.

THIRD: The Corporation hereby merges Nanostim with and into the Corporation.

FOURTH: The name of the surviving corporation in the Merger is Pacesetter, Inc. (the "Surviving Corporation").

FIFTH: The Corporation adopted the following resolutions by Unanimous Written Consent of the Board of Directors of the Corporation (the "Board"), dated as of October 1, 2014:

WHEREAS, the Corporation is the sole stockholder of all of the outstanding stock of Nanostim, Inc., a Delaware corporation ("Nanostim");

WHEREAS, the Corporation is a wholly-owned subsidiary of St. Jude Medical, Inc., a Minnesota corporation (the "Stockholder");

WHEREAS, the Corporation wishes to merge Nanostim into itself to combine operations and eliminate duplicative and overlapping costs;

WHEREAS, the board of directors of the Corporation has determined that it is in the best interests of the Corporation and its Stockholder to enter into the proposed Agreement and Plan of Merger (as amended or supplemented, and together with all exhibits thereto, the "Merger Agreement"), by and between the Corporation and Nanostim, pursuant to which Nanostim would merge with and into the Corporation, with the Corporation as the surviving corporation and a wholly-owned subsidiary of the Stockholder (the "Merger") to combine operations and eliminate duplicative and overlapping costs;

NOW, THEREFORE, BE IT RESOLVED, that the board of directors of the Corporation hereby approves the consolidation of Nanostim's operations with the Corporation by effecting the merger pursuant to the proposed Merger Agreement, and any other agreement or document contemplated by the Merger Agreement and the transactions contemplated thereby;

FURTHER RESOLVED, that the officers of the Corporation be, and each of them hereby is, individually authorized and empowered to execute and deliver each of the Merger Agreement and any other agreement or document contemplated by the Merger Agreement to which the Corporation is a party, together with such modifications, additions and deletions as are deemed, in their sole discretion, appropriate, advisable or necessary by the officers, or any of them, which modifications, additions and deletions are hereby approved and authorized; and

FURTHER RESOLVED, that the officers of the Corporation be, and each of them hereby is, individually authorized to take from time to time any and all such action and to execute and deliver from time to time any and all further papers, instruments, requests, receipts, applications, reports, certificates and other documents as may be deemed necessary or advisable in the opinion of any such officer to effectuate and consummate the Merger and the transactions contemplated by the Merger Agreement and any documents referred to therein.

FURTHER RESOLVED, that this written action (i) may be executed in one or more counterparts, any one of which need not contain the signatures of more than one director and any or all of which may be facsimile, but all of which taken together shall constitute one and the same written consent, and (ii) shall be filed in the minute book of the Corporation with the minutes of the meetings of the Stockholder and directors thereof.

SIXTH: The Certificate of Incorporation of the Corporation, as amended, as in effect immediately prior to the merger shall be the Certificate of Incorporation of the Surviving Corporation.


SEVENTH: The effective date and time of this Certificate of Ownership and Merger shall be the time of filing of this Certificate of Ownership and Merger with the Delaware Secretary of State on October 1, 2014.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate of Merger to be duly executed by its authorized officer.

Dated: October 1, 2014

PACESETTER, INC.

By: 
Name: John C. Heinmiller
Title: President

[Signature Page to Certificate of Merger]