

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT3320349

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	02/03/2014		
CONVEYING PARTY DATA			
Name			Execution Date
CABOCHON AESTHETICS, INC.			02/03/2014
RECEIVING PARTY DATA			
Name:	ULTHERA, INC.		
Street Address:	1840 SOUTH STAPLEY DRIVE		
Internal Address:	SUITE 200		
City:	MESA		
State/Country:	ARIZONA		
Postal Code:	85204		
PROPERTY NUMBERS Total: 1			
Property Type	Number		
Application Number:	14579821		
CORRESPONDENCE DATA			
Fax Number:	(949)760-9502		
<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:	949760004		
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.153C10		
NAME OF SUBMITTER:	JASON A. GERSTING		
SIGNATURE:	/Jason A. Gersting/		
DATE SIGNED:	04/21/2015		
Total Attachments: 4			
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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:

"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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1111509

DATE: 02-05-14

PATENT
REEL: 035462 FRAME: 0336

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

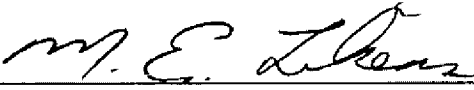
RESOLVED FURTHER, that the proper officers of the Company be, and each of them hereby is, authorized and empowered, in the name of and on behalf of the Company, to prepare or cause to be prepared and to execute, deliver, verify, acknowledge, file or record any documents, instruments, certificates, statements, 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