

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5346894

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME		
EFFECTIVE DATE:	04/26/2013		
CONVEYING PARTY DATA			
	Name	Execution Date	
	SPACELABS MEDICAL, INC.	04/26/2013	
NEWLY MERGED ENTITY DATA			
	Name	Execution Date	
	SPACELABS MEDICAL, INC.	04/26/2013	
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)			
Name:	SPACELABS HEALTHCARE, INC.		
Street Address:	35301 S.E. CENTER STREET		
City:	SNOQUALMIE		
State/Country:	WASHINGTON		
Postal Code:	98065		
PROPERTY NUMBERS Total: 3			
	Property Type	Number	
	Patent Number:	6947780	
	Patent Number:	7020507	
	Patent Number:	8073516	
CORRESPONDENCE DATA			
Fax Number:	(714)464-5413		
<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>			
Email:	sona@novelip.com		
Correspondent Name:	SONA DALAL		
Address Line 1:	191 WEST SECOND STREET		
Address Line 4:	SANTA ANA, CALIFORNIA 92701		
ATTORNEY DOCKET NUMBER:	SPCMISC2		
NAME OF SUBMITTER:	SONA DALAL		
SIGNATURE:	/SONA DALAL/		
DATE SIGNED:	01/28/2019		

Total Attachments: 4

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AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER ("Agreement") is made as of April 26, 2013, by and between SPACELABS HEALTHCARE, INC., a Delaware corporation (the "Disappearing Corporation"), and SPACELABS MEDICAL, INC., a Delaware corporation (the "Surviving Corporation"). The Surviving Corporation and the Disappearing Corporation are sometimes collectively referred to in this Agreement as the "Constituent Entities."

RECITALS

- A. Disappearing Corporation organized and existing under the laws of the State of Delaware.
- B. Surviving Corporation is a corporation organized and existing under the laws of the State of Delaware.
- C. The Boards of Directors of the Constituent Entities have deemed it advisable and in the best interests of the Constituent Entities and their respective stockholders that Disappearing Corporation be merged with and into Surviving Corporation as authorized by the laws of the State of Delaware and pursuant to the terms and conditions of this Agreement.

AGREEMENT

In consideration of the foregoing recitals and of the covenants and agreements hereinafter set forth and for the purpose of prescribing the terms and conditions of such merger, the parties agree as follows:

1. Parties. The name of the Disappearing Corporation is Spacelabs Healthcare, Inc., a Delaware corporation. The name of the Surviving Corporation is Spacelabs Medical, Inc., a Delaware corporation.

2. Merger.

(a) Effectiveness. The Disappearing Corporation shall be merged with and into the Surviving Corporation pursuant to the applicable provisions of the Delaware General Corporation Law (the "DGCL") and in accordance with the terms and conditions of this Agreement (the "Merger"). The Merger shall become effective on July 12, 2013 at 12:00 a.m. EDT (the "Effective Time").

(b) Certificate of Incorporation. The Certificate of Incorporation of the Surviving Corporation in effect at the Effective Time shall continue in full force and effect and remain the Certificate of Incorporation of the Surviving Corporation until the same shall be altered, amended or repealed in accordance with their terms and as provided by law, except that paragraph 1 thereof shall be amended and changed by reason of the merger, and shall thereafter read as follows:

1. The name of this corporation is Spacelabs Healthcare, Inc. (the "Corporation").

(c) Bylaws. The Bylaws of the Surviving Corporation in effect at the Effective Time shall continue in full force and effect and remain the Bylaws of the Surviving Corporation until the same shall be altered, amended or repealed in accordance with its terms and the terms of the Certificate of Incorporation and as provided by law.

(d) Directors and Officers. Upon the Effective Date, the directors and officers of the Surviving Corporation shall be as set forth below, until such time as they resign or are replaced in accordance with the Surviving Corporation's Bylaws.

Directors: Deepak Chopra
 Nicholas Ong

Officers: Deepak Chopra, Chief Executive Officer
 Nicholas Ong President
 Alan Edrick, Chief Financial Officer
 Patrick Ip, Treasurer
 Victor Sze, Secretary
 Kathleen Callaghan, Asst. Secretary

(e) Conversion of Shares. At and as of the Effective Time, by virtue of the Merger and without any action on the part of the holders thereof:

(i) Each outstanding share of Common Stock of the Surviving Corporation immediately prior to the Effective Time shall be cancelled.

(ii) Each outstanding share of Common Stock of the Disappearing Corporation shall be canceled and converted into, and represent the right to receive, 0.5 shares of Common Stock of the Surviving Corporation.

(f) Effect of Merger. At the Effective Time, the separate existence of the Disappearing Corporation shall cease, and the Disappearing Corporation shall be merged, in accordance with the provisions of this Agreement and the Merger Agreement, with and into the Surviving Corporation, and the Surviving Corporation shall continue its corporate existence under the laws of the State of Delaware, and thereupon and thereafter all the rights, privileges, properties and franchises of each of the Constituent Entities shall vest in the Surviving Corporation. The Surviving Corporation shall be responsible and liable for all liabilities and obligations of the Constituent Entities, all other property, rights, privileges, powers and

franchises of the Constituent Entities shall be vested in the Surviving Corporation, and all other effects of the Merger specified in the DCGL shall result therefrom.

3. Miscellaneous.

(a) Further Assurances. Each of the Constituent Entities hereby agrees that, at any time or from time to time as and when requested by the Surviving Corporation, or by its successors or assigns, it will so far as it is legally able, execute and deliver, or cause to be executed and delivered in its name all such conveyances, assignments, transfers, deeds or other instruments, and will take or cause to be taken such further or other actions as the Surviving Corporation, its successors or assigns, may deem necessary or desirable in order to evidence the transfer, vesting and devolution of any property, right, privilege, power, immunity or franchise to vest its successors or assigns, with title to and possession of all the property, rights, privileges, powers, immunities, franchises and interests referred to in this Agreement and otherwise to carry out the intent and purposes hereof.

(b) Compliance with Applicable Laws. Each of the Constituent Entities shall take, or cause to be taken, all action or do, or cause to be done, all things necessary, proper or advisable under the laws of the State of Delaware to consummate and make effective the Merger.

(c) Termination. This Agreement may be terminated for any reason at any time before the filing of the Certificate of Merger with the Secretary of State of the State of Delaware by action taken by the Constituent Entities for any reason deemed appropriate by them.

(d) Amendment. This Agreement may, to the extent permitted by law, be amended, supplemented or interpreted at any time by action taken by the Constituent Entities.

(e) Governing Law. This Agreement shall be governed by and construed and enforced in accordance with the laws of the State of Delaware.

[Signature page follows]

Dated as of the date first written above.

SPACELABS HEALTHCARE, INC.

By 

Name: Deepak Chopra

Title: CEO and President

SPACELABS MEDICAL, INC.

By 

Name: Deepak Chopra

Title: CEO and President