

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6146555

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/06/2020
CONVEYING PARTY DATA	
Name	Execution Date
DEPUY SYNTHES PRODUCTS, INC.	04/06/2020
RECEIVING PARTY DATA	
Name:	AKROS MEDICAL, INC.
Street Address:	3503 PLEASANT GREEN ROAD
City:	DURHAM
State/Country:	NORTH CAROLINA
Postal Code:	27705
PROPERTY NUMBERS Total: 2	
Property Type	Number
Patent Number:	10327826
Application Number:	16449391
CORRESPONDENCE DATA	
Fax Number:	(732)524-2808
<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:	732-524-6956
Email:	JNJUSPATENT@CORUS.JNJ.COM
Correspondent Name:	JOSEPH F. SHIRTZ
Address Line 1:	ONE JOHNSON & JOHNSON PLAZA
Address Line 2:	JOHNSON & JOHNSON
Address Line 4:	NEW BRUNSWICK, NEW JERSEY 08933-7003
ATTORNEY DOCKET NUMBER:	DSP6219
NAME OF SUBMITTER:	CRYSTAL WASHINGTON
SIGNATURE:	/CRYSTAL WASHINGTON/
DATE SIGNED:	06/10/2020
Total Attachments: 6	
source=120161_Warrior_Merger_Sub_1_Inc_-DE-Merger_(Discontinuing_Company)_4_6_20#page1.tif	
source=120161_Warrior_Merger_Sub_1_Inc_-DE-Merger_(Discontinuing_Company)_4_6_20#page2.tif	
source=120161_Warrior_Merger_Sub_1_Inc_-DE-Merger_(Discontinuing_Company)_4_6_20#page3.tif	

source=120161_Warrior_Merger_Sub_1_Inc_-DE-Merger_(Discontinuing_Company)_4_6_20#page4.tif
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Delaware

The First State

Page 1

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 MERGER, WHICH MERGES:

"WARRIOR MERGER SUB 1, INC.", A DELAWARE CORPORATION,
WITH AND INTO "AKROS MEDICAL, INC." UNDER THE NAME OF "AKROS
MEDICAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE
LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE ON THE SIXTH DAY OF APRIL, A.D. 2020, AT 8:15 O`CLOCK
A.M.



5564914 8100M
SR# 20202604415

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

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202717189
Date: 04-06-20

PATENT
REEL: 052892 FRAME: 0452

CERTIFICATE OF MERGER
OF
WARRIOR MERGER SUB 1, INC
WITH AND INTO
AKROS MEDICAL, INC.

April 6, 2020

Pursuant to Section 251 of the General Corporation Law of the State of Delaware (the "DGCL"), Akros Medical, Inc., a Delaware corporation (the "Company"), does hereby certify to the following facts relating to the merger (the "Merger") of Warrior Merger Sub 1, Inc., a Delaware corporation ("Sub"), with and into the Company, with the Company continuing as the surviving corporation of the Merger:

FIRST: The name and state of incorporation of each of the constituent corporations (the "Constituent Corporations") that is a party to the Merger are as follows:

<u>Name</u>	<u>State</u>
Akros Medical, Inc.	Delaware
Warrior Merger Sub 1, Inc.	Delaware

SECOND: That certain Agreement and Plan of Merger, as amended, dated as of March 27, 2020 (the "Merger Agreement"), by and among DePuy Synthes Products, Inc., a Delaware corporation, Sub, the Company and Charles Horrell, an individual, solely in his capacity as the Company stockholders' representative, setting forth the terms of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Sections 251 and 228 of the DGCL.

THIRD: The name of the surviving corporation (the "Surviving Corporation") of the Merger shall be "Akros Medical, Inc."

FOURTH: Upon the effectiveness of the filing of this Certificate of Merger, the Certificate of Incorporation of the Company, as amended to date, shall be amended and restated to read in its entirety, by reason of the Merger herein certified, as set forth in Exhibit A attached hereto and shall continue as the amended and restated Certificate of Incorporation of the Surviving Corporation until further amended in accordance with the provisions of the DGCL.

FIFTH: A copy of the executed Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

Akros Medical, Inc.
3503 Pleasant Green Road
Durham, NC 27705

SIXTH: A copy of the Merger Agreement, as amended, will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

SEVENTH: The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

EIGHTH: Pursuant to Section 228(a) of the DGCL, the holders of outstanding shares of capital stock of the Company having no less than the minimum number of votes that would be necessary to authorize or take such actions at a meeting at which all shares entitled to vote thereon were present and voted, consented to the Merger without a meeting, without a vote and without prior notice and written notice of the taking of such actions has been given in accordance with Section 228(e) of the DGCL.

[signature page follows]

IN WITNESS WHEREOF, this Certificate of Merger has been executed on the 6th day of April, 2020.

Akros Medical, Inc.

By: /S/ Charles Horrell

Name: Charles Horrell

Title: Chief Executive Officer

EXHIBIT A

THIRD AMENDED AND RESTATED

CERTIFICATE OF INCORPORATION

OF

AKROS MEDICAL, INC.

FIRST: The name of the Corporation is Akros Medical, Inc. (the "Corporation").

SECOND: The address of the registered office in the State of Delaware is: Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name of the registered agent at such address is: The Corporation Trust Company.

THIRD: The nature of the business or purpose to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Laws of Delaware.

FOURTH: The total number of shares of stock, which the Corporation shall have authority to issue, is 100 shares of common stock, par value \$0.001 per share.

FIFTH: The Corporation is to have perpetual existence.

SIXTH: In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to adopt, amend or repeal the By-Laws of the Corporation.

SEVENTH: The Corporation shall indemnify, to the fullest extent authorized or permitted by law, as the same exists or may hereafter be amended, any person who was or is made or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of any other company, partnership, joint venture, trust, employee benefit plan or other enterprise; provided, however, that the Corporation shall not indemnify any director or officer in connection with any action by such director or officer against the Corporation unless the Corporation shall have consented to such action. No amendment or repeal of this Article Seventh shall apply to or have any effect on any right to indemnification provided hereunder with respect to any acts or omission occurring prior to such amendment or repeal.

EIGHTH: To the full extent that the laws of the State of Delaware, as they exist on the date hereof or as they may hereafter be amended, permit the limitation or elimination of the liability of directors or officers, no director or officer of the Corporation shall be personally liable to the Corporation or its stockholders for damages for breach of any duty owed to the Corporation or its stockholders. Neither the amendment or repeal of this provision nor the adoption of any provision of this Certificate of Incorporation which is inconsistent with this

provision shall apply to or have any effect on the liability or alleged liability of any director or officer of the Corporation for or with respect to any act or omission of such director or officer occurring prior to such amendment, repeal or adoption.

NINTH: Unless and except to the extent that the By-Laws of the Corporation shall so require, the election of directors of the Corporation need not be by written ballot.

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