

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT6182543

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME	
<b>EFFECTIVE DATE:</b>	01/24/2019	
<b>CONVEYING PARTY DATA</b>		
	<b>Name</b>	<b>Execution Date</b>
	LIPOSONIX, INC.	01/24/2019
<b>NEWLY MERGED ENTITY DATA</b>		
	<b>Name</b>	<b>Execution Date</b>
	SOLTA MEDICAL, INC.	01/24/2019
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>		
<b>Name:</b>	SOLTA MEDICAL, INC.	
<b>Street Address:</b>	25881 INDUSTRIAL BLVD	
<b>City:</b>	HAYWARD	
<b>State/Country:</b>	CALIFORNIA	
<b>Postal Code:</b>	94545	
<b>PROPERTY NUMBERS Total: 1</b>		
	<b>Property Type</b>	<b>Number</b>
	Application Number:	13790774
<b>CORRESPONDENCE DATA</b>		
<b>Fax Number:</b>	(937)443-6635	
<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>		
<b>Phone:</b>	9374436949	
<b>Email:</b>	ipdocket@thompsonhine.com	
<b>Correspondent Name:</b>	THOMPSON HINE LLP	
<b>Address Line 1:</b>	10050 INNOVATION DRIVE	
<b>Address Line 2:</b>	SUITE 400	
<b>Address Line 4:</b>	DAYTON, OHIO 45342	
<b>ATTORNEY DOCKET NUMBER:</b>	094234.00030	
<b>NAME OF SUBMITTER:</b>	WILLIAM R. ALLEN	
<b>SIGNATURE:</b>	/William R. Allen/	
<b>DATE SIGNED:</b>	07/02/2020	

**Total Attachments: 9**

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**PATENT**

**REEL: 053105 FRAME: 0888**

# 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 OWNERSHIP, WHICH MERGES:

"AESTHERA CORPORATION", A DELAWARE CORPORATION,

"LIPOSONIX, INC.", A DELAWARE CORPORATION,

WITH AND INTO "SOLTA MEDICAL, INC." UNDER THE NAME OF "SOLTA  
MEDICAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE  
LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS  
OFFICE ON THE TWENTY-FOURTH DAY OF JANUARY, A.D. 2019, AT 2:10  
O'CLOCK P.M.

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



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.

3098369 8100M  
SR# 20190473303

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

Authentication: 202136891  
Date: 01-24-19

**PATENT**  
**REEL: 053105 FRAME: 0889**

CERTIFICATE OF OWNERSHIP AND MERGER  
MERGING  
AESTHERA CORPORATION  
AND  
LIPOSONIX, INC.  
WITH AND INTO  
SOLTA MEDICAL, INC.

January 24, 2019

Pursuant to Section 253 of the Delaware General Corporation Law ("DGCL"), the undersigned hereby certifies that:

FIRST: The name, the state of organization and the type of entity of each of the constituent entities party to the merger herein are as follows:

<u>Name</u>	<u>State of Organization</u>	<u>Type of Entity</u>
Aesthera Corporation ("Aesthera")	Delaware	Corporation
LipoSonix, Inc. ("LipoSonix" and, together with Aesthera, the "Merging Entities")	Delaware	Corporation
Solta Medical, Inc. (the "Parent")	Delaware	Corporation

SECOND: The Parent owns all of the issued and outstanding shares of each class of capital stock of each of the Merging Entities.

THIRD: The board of directors of the Parent, by resolutions duly adopted by unanimous written consent on January 24, 2019 and attached hereto as Exhibit A, determined to merge each of the Merging Entities with and into the Parent (the "Merger").

FOURTH: The Parent shall be the surviving corporation of the Merger.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Ownership and Merger as of the date first written above.

SOLTA MEDICAL, INC.

By: 

Name: Jeremy M. Lipshy

Title: Senior Vice President, Tax

*[Step 13(a)(ii): Signature Page of Solta Medical, Inc. Certificate of Merger]*

**EXHIBIT A**

[See attached]

SOLTA MEDICAL, INC.

Consent in Lieu of Meeting  
of Board of Directors

January 24, 2019

The undersigned, being all the members of the board of directors (the "Board") of Solta Medical, Inc., a Delaware corporation (the "Corporation"), hereby unanimously consent to and adopt, pursuant to Section 141(f) of the Delaware General Corporation Law (the "DGCL"), the following resolutions:

WHEREAS, the Corporation owns all of the issued and outstanding shares of each class of capital stock of each of Aesthera Corporation, a Delaware corporation ("Aesthera"), CLRS Technology Corporation, a California corporation ("CLRS"), LipoSonix, Inc., a Delaware corporation ("LipoSonix"), and Reliant Medical Lasers, Inc., a California corporation ("Reliant" and, together with Aesthera, CLRS and LipoSonix, the "Merging Entities");

WHEREAS, it is deemed advisable and in the best interests of the Corporation that the Corporation merge each of the Merging Entities with and into the Corporation; and

WHEREAS, each Merger (defined below) is intended to be treated as a reorganization within the meaning of Section 368(a) of the United States Internal Revenue Code of 1986, as amended (the "Code"), and this consent, together with the other documents effectuating and approving each Merger, is intended to constitute a "plan of reorganization" within the meaning of Section 368 and related provisions of the Code with respect to each Merger.

NOW, THEREFORE, IT IS:

RESOLVED, that each of the Merging Entities shall be merged with and into the Corporation pursuant to Section 253 of the DGCL (each, a "Merger"), so that the separate existence of each of the Merging Entities shall cease, and the Corporation shall continue as the surviving corporation (the "Surviving Corporation");

RESOLVED, that the Mergers shall become effective upon the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware (the "Effective Time");

RESOLVED, that, at the Effective Time, by virtue of the Mergers and without any action on the part of the holder thereof, (a) each share of capital stock of each of the Merging Entities outstanding immediately prior to the Effective Time shall be canceled and no consideration shall be issued in respect thereof and (b) each share of capital stock of the Corporation outstanding immediately prior to the Effective Time shall remain unchanged and continue to remain outstanding as a share in the Surviving Corporation;

RESOLVED, that, at the Effective Time, all debts, liabilities, and duties of each of the Merging Entities shall be assumed by the Surviving Corporation and may be enforced against the

Surviving Corporation to the same extent as if said debts, liabilities, and duties had been incurred or contracted by the Surviving Corporation;

RESOLVED, that, until amended in accordance with applicable law, (a) the certificate of incorporation of the Corporation in effect at the Effective Time shall be the certificate of incorporation of the Surviving Corporation and (b) the bylaws of the Corporation in effect at the Effective Time shall be the bylaws of the Surviving Corporation;

RESOLVED, that from and after the Effective Time, until successors are duly elected or appointed and qualified in accordance with applicable law, the directors of the Corporation at the Effective Time shall be the directors of the Surviving Corporation, and the officers of the Corporation at the Effective Time shall be the officers of the Surviving Corporation;

RESOLVED, that this consent, together with the other documents effectuating and approving each Merger, shall constitute a "plan of reorganization" for purposes of Section 368 and related provisions of the Code with respect to each Merger;

RESOLVED, that, to the extent contemplated under applicable law, this consent, together with the other documents effectuating and approving each Merger, shall also constitute a "plan of liquidation" within the meaning of Section 332 and related provisions of the Code with respect to each Merger;

RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized and empowered, in the name and on behalf of the Corporation, to take any and all actions, and execute, deliver and file any and all documents, agreements, certificates and other papers, deemed by such officer to be necessary or desirable to carry out the purpose and intent of each of the foregoing resolutions (including, without limitation, the execution and delivery of one or more certificates of ownership and merger and the filing thereof with the Secretary of State of the State of Delaware in accordance with Sections 103 and 253 of the DGCL), the authority therefor to be conclusively evidenced by the taking of such actions or the execution of such documents; and

RESOLVED, that all actions previously taken by any officer of the Corporation in connection with any matter referred to in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects as fully as if such actions had been presented to the Board for its approval prior to such actions being taken.

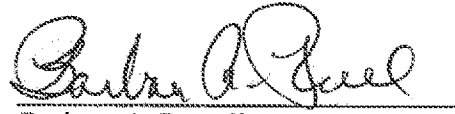
\* \* \*

The actions taken by this consent shall have the same force and effect as if taken at a meeting of the Board, duly called and constituted pursuant to the DGCL. This consent may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument.

*[Signature Pages Follow]*



IN WITNESS WHEREOF, the undersigned have executed this consent as of the date first written above.

A handwritten signature in cursive script, appearing to read "Barbara A. Purcell", written over a horizontal line.

Barbara A. Purcell

\_\_\_\_\_  
Paul S. Herendeen

\_\_\_\_\_  
William N. Woodfield

*[Step 13(a)(i) Signature Page to the Board Consent of Solta Medical, Inc.]*

IN WITNESS WHEREOF, the undersigned have executed this consent as  
of the date first written above.

\_\_\_\_\_  
Barbara A. Purcell

  
\_\_\_\_\_  
Paul S. Herendeen

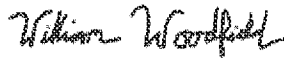
\_\_\_\_\_  
William N. Woodfield

*[Step 13(a)(i) Signature Page to the Board Consent of Solta Medical, Inc.]*

IN WITNESS WHEREOF, the undersigned have executed this consent as of the date first written above.

\_\_\_\_\_  
Barbara A. Purcell

\_\_\_\_\_  
Paul S. Herendeen

  
\_\_\_\_\_  
William N. Woodfield

*[Step 13(a)(i) Signature Page to the Board Consent of Solta Medical, Inc.]*