To the Honorable Commissione 10236	ed original documents or copy thereof.
Name of conveying party(ies):	Name and address of receiving party(ies):
cardiofocus, inc.	Name: CARDIOFOCUS, INC.
\$11 9	
Individual(s) Association	Internal Address: Street Address: Norton Commerce Center
	10 Commerce Way
General Partnership Limited Partnership	<u> </u>
x Corporation-State: Massachusetts	
Other:	City: Norton
	Otate. 101A 21p. 02700
Additional name(s) of conveying Yes party(ies) attached? x No	Individual(s) citizenship:
	Association:
3. Nature of Conveyance:	General Partnership:
Assignment X Merger	Limited Partnership:
Security Agreement Change of Name	X Corporation-State: Delaware
Other:	Other:
J	If assignee is not domiciled in the United States, a Yes
Execution Date: June 18, 1999	domestic representative designation is attached: (Designations must be a separate document from No
	assignment)
	Additional name(s) & address(es) attached? Yes x No
<ol><li>Application Number(s) or Registration Number(s):</li></ol>	
A. Trademark Application No.(s):	B. Trademark Registration No.(s):
	2,036,512
	2,194,032
Additional numbers attached	? Yes x No
5. Name and address of party to whom corresponder concerning document should be mailed:	nce 6. Total Number of applications and registrations involved:
Name: Thomas J. Engellenner, Esq.	7. Total fee (37 CFR 3.41) \$ 80.00
NUTTER MCCLENNEN & FISH LLP	x Enclosed
ternal Address: Atty. Dkt.: 101327-39	Authorized to be charged to Deposit Account
treet Address: World Trade Center West	Authorized to be charged to credit card
155 Seaport Boulevard	(Form 2038 enclosed)
	Deposit account number:
ity: Boston State: MA Zip: 02210-2604	(Attach duplicate copy of this page if paying by deposit account)
DO NOT U	JSE THIS SPACE
Statement and signature:	40
To the best of my knowledge and belief, the foregoderuse copy of the original document.	g information is true and correct and any attached copy is a
-//	February 11, 2003
Thomas J. Engellenner	
Thomas J. Engellenner  Name of Person Signing	Signature Date

1191146.1

**TRADEMARK** 

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## Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"CARDIOFOCUS, INC.", A MASSACHUSETTS CORPORATION,

WITH AND INTO "CARDIOFOCUS, INC." UNDER THE NAME OF
"CARDIOFOCUS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE EIGHTEENTH DAY OF JUNE, A.D. 1999, AT 10 O'CLOCK A.M.



Edward J. Freel, Secretary of State

3057676 8100M

**AUTHENTICATION:** 

0438406

001246320

DATE:

05-15-00

TRADEMARK REEL: 002671 FRAME: 0920 r. Dat E. L. F.

6-18-59

## CERTIFICATE OF MERGER CARDIOFOCUS, INC., A MASSACHUSETTS CORPORATION WITH AND INTO CARDIOFOCUS, INC., A DELAWARE CORPORATION

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, this Certificate of Merger for CardioFocus, Inc., a Massachusetts corporation, the terminating entity, is being duly executed and filed by Helen Maslocka as President of CardioFocus, Inc., a Delaware corporation, the surviving entity.

FIRST:

The name and jurisdiction of formation or organization of each constituent

corporation and/or other business entities are as follows:

STATE OF

NAME

**JURISDICTION** 

CardioFocus, Inc.

Massachusetts

CardioFocus, Inc.

Delaware

SECOND:

An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Chapter 156B, Section 79 of the Massachusetts General Laws and Title 8, Section 252 of the Delaware General

Corporation Law.

THIRD:

The name of the surviving business entity is CardioFocus, Inc.

FOURTH:

The Certificate of Incorporation of the surviving corporation shall be its

Certificate of Incorporation.

FIFTH:

The Certificate of Merger shall be effective upon the date of filing with the

Secretary of State of the State of Delaware.

SEXTH:

An executed Agreement of Merger is on file at the principal place of business of the surviving business entity, which is located at 126B Mid-

Tech Drive, West Yarmouth, MA 02673.

SEVENTH:

A copy of the Agreement of Merger will be provided by the surviving

entity upon request and without cost to any member of CardioFocus, Inc.,

ID # 148657v01/10539-6 6/21/1999

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the terminating entity and to any stockholder of CardioFocus, Inc., the surviving entity.

IN WITNESS WHEREOF, the undersigned affirms and swears, under the pains and penalties of perjury, that to the best of the undersigned's knowledge and belief, the foregoing statements are true as of this // th day of June, 1999.

> CARDIOFOCUS, INC., a Massachusetts corporation

CARDIOFOCUS, INC., a Delaware corporation

TD # 148657~01/10539-6 6/14/1999

**RECORDED: 02/11/2003** 

**TRADEMARK** REEL: 002671 FRAME: 0922