

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TMI447115

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	08/01/2024		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Smiths Medical ASD, Inc.		08/01/2024	Corporation:
RECEIVING PARTY DATA			
Company Name:	ICU Medical, Inc.		
Street Address:	951 Calle Amanecer		
City:	San Clemente		
State/Country:	CALIFORNIA		
Postal Code:	92673		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	97649668	CADD-SOLIS	
Serial Number:	97649670	CADD-SOLIS VIP	
Serial Number:	98300392	MYBIVONA	
CORRESPONDENCE DATA			
Fax Number:	9497609502		
<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:	(949)760-0404		
Email:	efiling@knobbe.com		
Correspondent Name:	Mr. Steven J. Nataupsky		
Address Line 1:	2040 Main Street, 14th Floor		
Address Line 4:	Irvine, CALIFORNIA 92614		
ATTORNEY DOCKET NUMBER:	ICUMM.812GEN		
NAME OF SUBMITTER:	SABINE MILLER		
SIGNATURE:	SABINE MILLER		
DATE SIGNED:	08/22/2024		
Total Attachments: 4			
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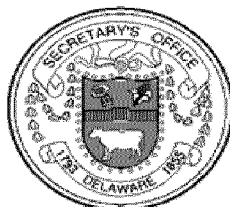
Delaware


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 OWNERSHIP, WHICH MERGES:

"SMITHS MEDICAL ASD, INC.", A DELAWARE CORPORATION,
WITH AND INTO "ICU MEDICAL, INC." UNDER THE NAME OF "ICU MEDICAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FIRST DAY OF AUGUST, A.D. 2024, AT 1:02 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

2284646 8100M
SR# 20243300705

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

Authentication: 204069660
Date: 08-01-24

TRADEMARK
REEL: 008556 FRAME: 0494

CERTIFICATE OF OWNERSHIP AND MERGER

of

SMITHS MEDICAL ASD, INC.
(a Delaware corporation)

with and into

ICU MEDICAL, INC.
(a Delaware corporation)

Pursuant to Section 253 of the General Corporation Law of the State of Delaware (the “DGCL”), ICU Medical, Inc., a Delaware corporation (the “Corporation”), does hereby certify:

DOES HEREBY CERTIFY:

FIRST: That the Corporation was incorporated pursuant to the DGCL.

SECOND: That the Corporation owns all the issued and outstanding shares of each class of the capital stock of Smiths Medical ASD, Inc., a Delaware corporation (the “Subsidiary Corporation”).

THIRD: That the Corporation, by the following resolutions of its board of directors, duly adopted on July 29, 2024, determined to merge the Subsidiary Corporation into itself (the “Merger”), with the Corporation being the sole surviving entity:

RESOLVED, that pursuant to Section 253 of the DGCL, in the Merger, the Subsidiary Corporation shall be merged with and into the Corporation, whereupon the separate existence of the Subsidiary Corporation shall cease, and the Corporation shall be the surviving corporation (the “Surviving Corporation”) of the Merger;

RESOLVED FURTHER, that the Merger is hereby approved pursuant to the provisions of Section 253 of the DGCL;

RESOLVED FURTHER, the Merger contemplated by these resolutions, together with the contribution of assets by the Corporation to ICU Medical Sales, Inc. and ICU World, Inc., is intended to be treated as a tax-free reorganization under Sec. 368(a) of the Internal Revenue Code of 1986, as amended, of Subsidiary Corporation with and into Corporation followed by a permitted drop-down of assets under Sec. 368(a)(2)(C) as well as a tax-free contribution under Sec. 351;

RESOLVED FURTHER, that the Merger shall become effective upon the filing of the Certificate of Ownership and Merger with the Delaware Secretary of State or at such time as is otherwise specified therein (the “Effective Time”);

RESOLVED FURTHER, that from and after the Effective Time, until successors are duly elected or appointed 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 FURTHER, that from and after the Effective Time, the bylaws of the Corporation shall continue to be the bylaws of the Surviving Corporation;

RESOLVED FURTHER, that from and after the Effective Time, the certificate of incorporation of the Corporation shall be the certificate of incorporation of the Surviving Corporation; and

RESOLVED FURTHER, that from and after the Effective Time, the name of the Surviving Corporation shall be "ICU Medical, Inc."

FOURTH: That the Corporation shall be the surviving corporation of the Merger.

FIFTH: That the certificate of incorporation of the Corporation as in effect immediately prior to the Effective Time of the Merger shall be the certificate of incorporation of the Surviving Corporation.

SIXTH: The Merger shall become effective *at 12:01 a.m. pacific daylight time on August 1, 2024.*

(Signature page follows)

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by a duly authorized officer, declaring that the facts stated herein are true.

ICU MEDICAL, INC.

By: Brian M. Bonnell
Name: Brian M. Bonnell
Title: Chief Financial Officer and Treasurer
Date: August 1, 2024

Signature Page to Certificate of Ownership and Merger