

04-11-2000



101316305

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

03/15/00

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # 101236880
- Correction of PTO Error
Reel # [] Frame # []
- Corrective Document
Reel # [] Frame # []

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
10 20 99
- Change of Name
- Other Security Interest Termination

Conveying Party

Mark if additional names of conveying parties attached

Name J.H. Whitney & Co.

Execution Date
Month Day Year
10 20 99

Formerly []

- Individual General Partnership Limited Partnership Corporation Association
- Other []
- Citizenship/State of Incorporation/Organization []

Receiving Party

Mark if additional names of receiving parties attached

Name NMT Medical, Inc.

DBA/AKA/TA (f/k/a/ Nitinol Medical Technologies, Inc.)

Composed of []

Address (line 1) 27 Wormwood Street

Address (line 2) []

Address (line 3) Boston

MA

02110

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other []
- Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002047 FRAME: 0421

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Tina M. Dougal

Name of Person Signing

Tina M. Dougal

Signature

3/15/2000

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U. S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

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Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

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DBA/AKA/TA

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Other

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Composed of

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FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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MKO
10-27-99

RECC

02-07-2000



EET

Tab settings

101236880

To the Honorable Commissioner of Patents and Trademarks, 101236880 and 101236880 attached original documents or copy thereof.

1. Name of conveying party(ies):
 J.H. Whitney & Co.
 177 Broad Street
 Stamford, Connecticut 06901

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name: NMT Medical, Inc. (f/k/a Nitinol Medical
Technologies, Inc.)
 Internal Address: Technologies, Inc.)
 Street Address: 27 Wormwood Street
 City: Boston State: MA ZIP: 02110

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Security Interest Termination

Execution Date: October 20, 1999

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s)
SEE EXHIBIT A ATTACHED TO SECURITY INTEREST TERMINATION

B. Trademark Registration No.(s)
SEE EXHIBIT A ATTACHED TO SECURITY INTEREST TERMINATION

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Richard A. Goldenberg
 Internal Address: Hale and Dorr LLP

 Street Address: 60 State Street

 City: Boston State: MA ZIP: 02109

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41).....\$ 340.00

Enclosed
 Authorized to be charged to deposit account
Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number:
08-0219

(Attach duplicate copy of this page if paying by deposit account)

10/29/1999 DMGUYEN 00000005 080219 1602100

DO NOT USE THIS SPACE

01 EC:481 40.00 CH
02 EC:482 300.00 CH

9. Statement and signature
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Richard A. Goldenberg
 Name of Person Signing

Richard A. Goldenberg
 Signature

October 25, 1999
 Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20231

TRADEMARK
 REEL: 002047 FRAME: 0429

ADDITIONAL NAMES OF RECEIVING PARTY(IES):

NMT NeuroSciences (International), Inc.

NMT Investments Corp.

NMT NeuroSciences (US), Inc.

NMT NeuroSciences (IP), Inc.

NMT Neurosciences Innovative Systems, Inc. (f/k/a Cordis Innovative
Systems, Inc.)

NMT Heart, Inc.

EXHIBIT A

U.S. Trademarks		
<u>Trademark Name</u>	<u>Trademark Number</u>	<u>Application Number</u> (if applicable)
OMNI SHUNT	1,602,100	
ORBIS - SIGMA	1,612,836	
SECOR	1,416,512	
CORDIS MPAP	1,625,836	
CRYOTECH		74/555,391
CRYOTECH logo (x2)		74/555,392 (suspended)
SELECTOR	1,629,037	
ENDOCRYO		74/515,948
SNF		74/677,806
SIMON NTINOL FILTER	1,556,677	
SNF /SL	2,016,548	
Cardioseal	2,133,272	
Elegant Solutions		75/205,401

SECURITY INTEREST TERMINATION

WHEREAS, NMT Medical, Inc. (f/k/a Nitinol Medical Technologies, Inc.), NMT NeuroSciences (International), Inc., NMT Investments Corp., NMT NeuroSciences (US), Inc., NMT NeuroSciences (IP), Inc., NMT Neurosciences Innovative Systems, Inc. (f/k/a Cordis Innovative Systems, Inc.) and NMT Heart, Inc. (collectively, the "Debtors"), granted a security interest to J.H. Whitney & Co. ("Whitney") in all of their intellectual property, including patents, patent applications, trademarks and trademark applications ("Intellectual Property Collateral") pursuant to a certain agreement dated as of July 8, 1998 (the "Agreement"), which was filed at the United States Patent and Trademark Office on August 13, 1998 and recorded beginning at Reel 1768 and Frame 0453; and

WHEREAS, Whitney has agreed to terminate its security interest in, inter alia, the Intellectual Property Collateral pursuant to a certain Amendment No. 2 to Subordinated Note and Common Stock Purchase Agreement dated as of September 13, 1999.

NOW, THEREFORE, Whitney hereby releases its security interest in, and reassigns to the Debtors any and all interest in, the trademarks and trademark applications on Exhibit A hereto. Whitney agrees that, upon the request of the Debtors or any successor in interest or assignee thereof, and at the expense of the Debtors, Whitney will execute any document, cause to be made any filing or take any other action deemed reasonably necessary or advisable by the Debtors, or any successor in interest or assignee thereof, to effectuate the release of interests contemplated herein.

IN WITNESS WHEREOF, Whitney by the signature below of its duly authorized representative agrees to be bound by the provisions of this Security Interest Termination as of this 20th day of October, 1999.

J.H. WHITNEY & CO.

By: *[Signature]*

Name: Daniel J. O'Brien

Title: General Partner

State of Connecticut
COUNTY OF Fairfield, SS.

Then personally appeared before me the above-named Daniel J. O'Brien J.H. Whitney & Co. and acknowledged the foregoing to be his free act and deed and the free act and deed of the corporation this 20th day of October, 1999.

Notary Public

My commission expires

[Signature]
JOAN MULLINS
NOTARY PUBLIC

MY COMMISSION EXPIRES MAR. 31, 2002

SECURITY INTEREST TERMINATION

WHEREAS, NMT Medical, Inc. (f/k/a Nitinol Medical Technologies, Inc.), NMT NeuroSciences (International), Inc., NMT Investments Corp., NMT NeuroSciences (US), Inc., NMT NeuroSciences (IP), Inc., NMT Neurosciences Innovasive Systems, Inc. (f/k/a Cordis Innovasive Systems, Inc.) and NMT Heart, Inc. (collectively, the "Debtors"), granted a security interest to J.H. Whitney & Co. ("Whitney") in all of their intellectual property, including patents, patent applications, trademarks and trademark applications ("Intellectual Property Collateral") pursuant to a certain agreement dated as of July 8, 1998 (the "Agreement"), which was filed at the United States Patent and Trademark Office on August 13, 1998 and recorded beginning at Reel 1768 and Frame 0453; and

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IN WITNESS WHEREOF, Whitney by the signature below of its duly authorized representative agrees to be bound by the provisions of this Security Interest Termination as of this 20th day of October, 1999.

J.H. WHITNEY & CO.

By: [Signature]

Name: Daniel J. O'Brien

Title: General Partner

State of Connecticut
COUNTY OF Fairfield, SS.

Then personally appeared before me the above-named Daniel J. O'Brien J.H. Whitney & Co. and acknowledged the foregoing to be his free act and deed and the free act and deed of the corporation this 20th day of October, 1999.

Notary Public

[Signature]
JOAN MULLINS

My commission expires

NOTARY PUBLIC

MY COMMISSION EXPIRES MAR. 31, 2002

/LegalO-Z/Platt_lan/Warfield_Penny/106586.139/tm_trm.wpf