

MRP 10123100

11-16-2000

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FORM PTG-1595
1-31-92

RECORD

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101519848

DEPARTMENT OF COMMERCE
Patent and Trademark Office

7

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

1. Name of conveying party(ies):
 Cardiac Pacemakers, Inc.
 4100 Hamline Avenue North
 St. Paul, Minnesota 55112

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

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

10-23-2000
U.S. Patent & TMO/TM Mail Rcpt Dt. #10

Address of receiving party(ies):
 CardioThoracic Systems, Inc.
 Address: _____
 address: Richmond Hill, Ontario
 City: Cupertino State: CA ZIP: _____
 Individual(s) citizenship _____
 Association _____
 Limited Partnership _____
 Corporation Delaware
 Other _____

3. Nature of conveyance:
 Assignment _____ Merger _____
 Security Agreement _____ Change of Name _____
 Other _____

Execution Date: September 15, 2000

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 _____

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark No.(s)
 2,200,268

Additional numbers attached? _____ Yes _____ No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Lori N. Boatright
 Internal Address: BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN
 Street Address: 12400 Wilshire Boulevard, 7th Floor
 City: Los Angeles State: CA ZIP: 90025

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41)\$ 40.00
 Enclosed
 Authorized to be charged to deposit account _____

8. Deposit account number:
 02-2666
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Lori M. Stockton
 Name of Person Signing

Signature

10/18/00
 Date

Total number of pages comprising cover sheet: 4

Assignment of Trademarks

THIS ASSIGNMENT is made the 15th day of Sept 2000 between Cardiac Pacemakers, a Minnesota corporation, with a principal place of business at 4100 Hamline Avenue, St. Paul, Minnesota 55112 (the "Assignor") and CardioThoracic Systems, Inc., a Delaware corporation having a principal place of business at 10600 North Tantau Avenue, Cupertino, California (the "Assignee").

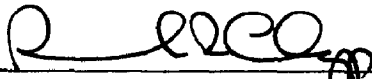
WHEREAS, the Assignor is the sole and exclusive owner of the Trademarks described in the Schedule A attached hereto and made apart hereof (the "Trademarks");

WHEREAS, the Assignee desires to acquire the entire right, title and interest in, to and under the said Trademarks and any and all Registrations and Applications for Registration thereof;

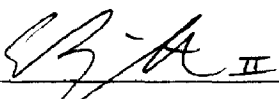
NOW THEREFORE, for an in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby sell, transfer, convey and assign to the Assignee the entire right, title and interest in, to and under said Trademarks and any Registrations and Applications for Registration thereof in the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and all rights and privileges granted and secured thereby, including the right to sue and recover for all past infringements. Assignor further agrees to execute any and all documents and carry out any such further acts that shall be required in order for Assignee to secure such rights.

IN WITNESS WHEREOF, the parties have executed this Assignment by its proper officers thereunto duly authorize, this 15th day of Sept, 2000.

BY CARDIAC PACEMAKERS, INC.:


Name: Richard Clapp
Title: Asst. Secretary

BY CARDIOTHORACIC SYSTEMS, INC.


Name: EARL A. BRIGHT II
Title: ASST. SECRETARY

SCHEDULE A

Mark	Country	App. No./Reg.No.
TADPOLE	United States	2,200,268
TADPOLE	Argentina	1,657,164
TADPOLE	Brazil	819789186
TADPOLE	Finland	206835
TADPOLE	Greece	131117
TADPOLE	India	734985
TADPOLE	Israel	108330
TADPOLE	Portugal	320322
TADPOLE	Taiwan	784997
TADPOLE	Thailand	KOR67439

TRADEMARK

RECORDED: 10/23/2000

REEL: 002175 FRAME: 0985