

11-06-2001



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



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10-24-2001

U.S. Patent & TMO/TM Mail Rpt Dt. #66

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

1. Name of conveying party(ies): DonJoy, Inc.

10-24-01

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: September 7, 1989

2. Name and address of receiving party(ies)

Name: Smith & Nephew DonJoy, Inc.

Internal Address:

Street Address: 1450 Brooks Road

City: Memphis State: TN Zip: 38116

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State California 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1416508

Additional number(s) attached Yes No

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

Name: Perry J. Viscounty, Esq.

Internal Address: Latham & Watkins

Street Address: 650 Town Center Drive Suite 2000

City: Costa Mesa State: CA Zip: 92626

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(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.

Anna Kwan

Signature

10/24/01

Name of Person Signing

Signature

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 Patent & Trademarks, Box Assignments Washington, D.C. 20231

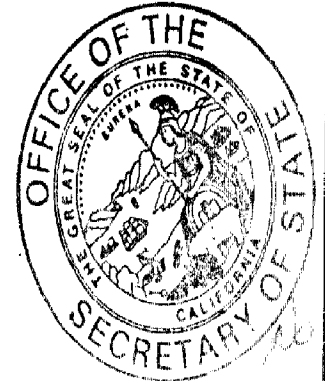
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# State of California



## SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this day of

OCT 16 2001



*Bill Jones*

Secretary of State

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CERTIFICATE OF AMENDMENT

OF

OCT 25 1989

ARTICLES OF INCORPORATION

OF

DONJOY, INC.

\* \* \* \* \*

We, Gregory R. Nelson, the President and Howard R. Berkenstock Jr., the Secretary of DONJOY, INC., a corporation duly organized and existing under the laws of the State of California, do hereby certify:

1. That they are the President and the Secretary, respectively of DONJOY, INC., a California corporation.

2. That an amendment to the Articles of Incorporation of this corporation has been approved by the Board of Directors.

3. The amendment so approved the by the Board of Directors is as follows:

RESOLVED, that the Articles of Incorporation of this Corporation be amended by changing Article One thereof so that, as amended, said Article shall be and read as follows:

"ARTICLE ONE. The name of the corporation is:

SMITH & NEPHEW DONJOY, INC."

4. That SMITH & NEPHEW CONSOLIDATED, INC., the sole shareholder, has adopted said amendment by written consent. That the wording of said amendment as approved by the written consent of the shareholders is the same as that set forth in Article 3 above. That said written consent was signed by the holders of outstanding shares having not less than the minimum number of

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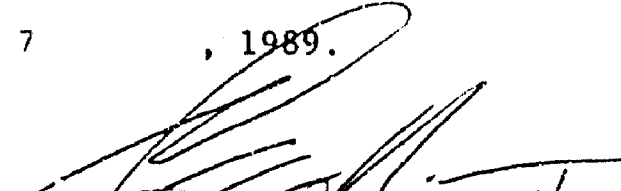
required votes of shareholders necessary to approve said amendment in accordance with Section 907 of the California Corporations Code.

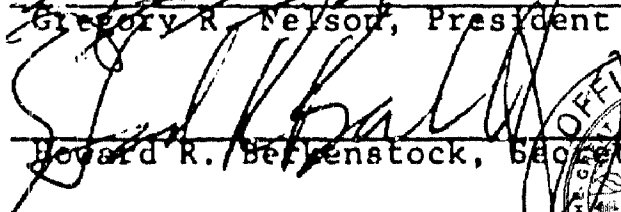
5. The designation and total number of outstanding shares entitled to vote on or give written consent to said amendment and the minimum percentage vote required of each class or series entitled to vote on or to give written consent to said amendment for approval thereof are as follows:

<u>Designation</u>	<u>Number of shares Outstanding Entitled to vote Or give written Consent</u>	<u>Minimum percentage Vote required to Approve</u>
Common	76,818	More than 50%

6. That the number of shares of each class which gave written consent in favor of said amendment equaled or exceeded the minimum percentage vote required of each class entitled to vote. Said minimum percentage vote is set forth in Article 5 of this certificate.

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true of their own knowledge. Executed at Shelby County Tennessee, on September 7, 1989.

  
\_\_\_\_\_  
Gregory R. Nelson, President

  
\_\_\_\_\_  
Howard R. Belfenstock, Secretary

