

04-12-2002

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

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office



102053048

Tab settings

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

1. Name of conveying party(ies):
Encore Orthopedics, Inc. 3-25-02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 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: January 2, 1998

2. Name and address of receiving party(ies)
 Name: Encore Orthopedics, Inc.
 Internal _____
 Address: _____

Street Address: 9800 Metric Boulevard

City: Austin State: TX Zip: 78758

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

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1,806,706 1,806,707 2,201,833
1,791,469 1,668,974 2,087,777

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Carl C. Butzer, Esq.
 Internal Address: Jackson Walker L.L.P.

 Street Address: 901 Main Street, Suite 6000

 City: Dallas State: TX Zip: 75202

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41) \$ 165.00
 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.

Carl C. Butzer, Esq.
 Name of Person Signing

Signature

3-24-02
 Date

Total number of pages including cover sheet, attachments, and document: 3

40.00 DP
125.00 DP

04/11/2002 LINDSEY 1806706
01 FC:MSI
02 FC:ME

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

3112339

TRADEMARK REEL: 002481 FRAME: 0941

**CERTIFICATE OF MERGER
OF
ENCORE ORTHOPEDICS, INC. (Texas)
WITH AND INTO
ENCORE ORTHOPEDICS, INC. (Delaware)**

Pursuant to the provisions of Section 252 of the General Corporation Law of the State of Delaware, Encore Orthopedics, Inc., a Delaware corporation, certifies that:

FIRST: The name and state of domicile of each of the constituent entities of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Encore Orthopedics, Inc.	Delaware
Encore Orthopedics, Inc.	Texas

SECOND: An Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Subsection (c) of Section 252 of the General Corporation Law of Delaware.

THIRD: The name of the surviving corporation of the merger is Encore Orthopedics, Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of Encore Orthopedics, Inc., a Delaware corporation, which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 9800 Metric Boulevard, Austin, Texas 78758.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent entity.

SEVENTH: The authorized capital stock of each foreign entity which is a party to the merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Number of shares</u>	<u>Par value per share</u>
Encore Orthopedics, Inc. (Texas)	Common	15,000,000	\$0.01
	Preferred	5,000,000	\$1.00


EIGHTH: The merger shall be effective upon the filing of this Certificate with the Secretary of State of Delaware.

Executed as of the date written below.

ENCORE ORTHOPEDICS, INC.,
a Delaware corporation

By: 
Nick Cindrich, Chief Executive Officer

ATTESTED BY:

By: 
Harry L. Zimmerman, Secretary

Dated: January 2, 1998

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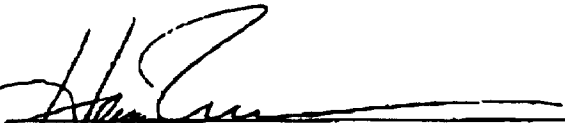
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Incoming Correspondence Routing Sheet

To: Post Registration (PRU)

Serial No: 75143542



Reg. No.: 2201833



Mail Date: 03252002



Doc. Type: Assignment D



No Fee

RAM Mail Date: 032502



ATTORNEYS & COUNSELORS
901 Main Street, Suite 6000
Dallas, Texas 75202
(214) 953-6000 • fax (214) 953-5822
www.jw.com



March 25, 2002

Carl C. Butzer
(214) 953-5902
cbutzer@jw.com

VIA EXPRESS MAIL NO. EK855819255US

BOX ASSIGNMENT FEE

**Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513**

**Re: Recordation of Merger
Our Files: 103376-K007US, 103376-K008US and 13376-K012US
through 103376-K015US**

Dear Sir:

Enclosed are the following:

1. A Recordation Form Cover Sheet (and supporting documentation) evidencing the merger of Encore Orthopedics, Inc. a Texas corporation, into Encore Orthopedics, Inc. (a Delaware corporation) against U.S. Registration Nos. 1,806,706, 1806,707, 2,201,833, 1,791,469, 1,668,974 and 2,087,777; and

3. A check in the amount of \$165.00 to cover the applicable recordation fee.

If the enclosed check is insufficient or unacceptable for any reason, please charge the remaining fees due to Jackson Walker Deposit Account No. 10-0096. Should you have any questions or any problems processing the enclosed document, please do not hesitate to notify the undersigned attorney for the applicant. Thank you for your usual cooperation and assistance with regard to this matter.

Very truly yours,

Carl C. Butzer

CCB/smk/Enclosures
103376.2/3054673

Austin
Dallas
Fort Worth
Houston
Richardson
San Angelo
San Antonio

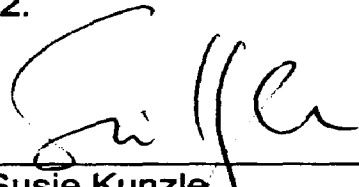
Member of GLOBAL AW

TRADEMARK
REEL: 002481 FRAME: 0947

CERTIFICATE OF MAILING BY "EXPRESS MAIL"

"Express Mail" mailing label number EK855819255US

I hereby certify that this correspondence is addressed to the Assistant Commissioner for Trademarks, BOX ASSIGNMENT FEE, 2900 Crystal Drive, Arlington, Virginia 22202-3513, and is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" on this the 25th day of March, 2002.



Susie Kunzle

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Tab settings ⇨ ⇨ ⇨

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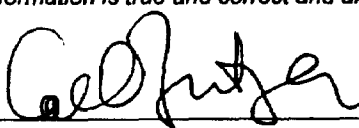
<p>1. Name of conveying party(ies): Encore Orthopedics, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>January 2, 1998</u></p>	<p>2. Name and address of receiving party(ies) Name: <u>Encore Orthopedics, Inc.</u> Internal _____ Address: _____</p> <p>Street Address: <u>9800 Metric Boulevard</u></p> <p>City: <u>Austin</u> State: <u>TX</u> Zip: <u>78758</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small></p>
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<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)</p> <table border="0"> <tr> <td>1,806,706</td> <td>1,806,707</td> <td>2,201,833</td> </tr> <tr> <td>1,791,469</td> <td>1,668,974</td> <td>2,087,777</td> </tr> </table> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	1,806,706	1,806,707	2,201,833	1,791,469	1,668,974	2,087,777
1,806,706	1,806,707	2,201,833					
1,791,469	1,668,974	2,087,777					

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Carl C. Butzer, Esq.</u> Internal Address: <u>Jackson Walker L.L.P.</u> _____ _____ Street Address: <u>901 Main Street, Suite 6000</u> _____ City: <u>Dallas</u> State: <u>TX</u> Zip: <u>75202</u></p>	<p>6. Total number of applications and registrations involved: <u>6</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>165.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
--	---

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.

Carl C. Butzer, Esq.  3-24-02
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

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

**CERTIFICATE OF MERGER
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WITH AND INTO
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	Preferred	5,000,000	\$1.00

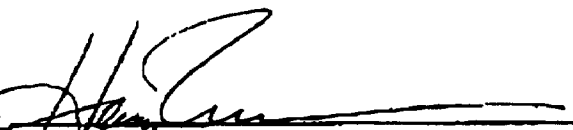
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ENCORE ORTHOPEDICS, INC.,
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Nick Cindrich, Chief Executive Officer

ATTESTED BY:

By: 
Harry L. Zimmerman, Secretary

Dated: January 2, 1998

corp_docs@delaware.com

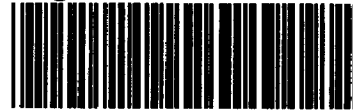
Incoming Correspondence Routing Sheet

To: Post Registration (PRU)

Serial No: 74281390



Reg. No.: 1791469



Mail Date: 03252002



Doc. Type: Assignment D



No Fee

RAM Mail Date: 032502



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901 Main Street, Suite 6000
Dallas, Texas 75202
(214) 953-6000 • fax (214) 953-5822
www.jw.com



JACKSON WALKER L.L.P.

March 25, 2002

Carl C. Butzer
(214) 953-5902
cbutzer@jw.com

VIA EXPRESS MAIL NO. EK855819255US

BOX ASSIGNMENT FEE

**Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513**

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If the enclosed check is insufficient or unacceptable for any reason, please charge the remaining fees due to Jackson Walker Deposit Account No. 10-0096. Should you have any questions or any problems processing the enclosed document, please do not hesitate to notify the undersigned attorney for the applicant. Thank you for your usual cooperation and assistance with regard to this matter.

Very truly yours,

Carl C. Butzer

CCB/smk/Enclosures
103376.2/3054673

Austin
Dallas
Fort Worth
Houston
Richardson
San Angelo
San Antonio

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TRADEMARK
REEL: 002481 FRAME: 0953

CERTIFICATE OF MAILING BY "EXPRESS MAIL"

"Express Mail" mailing label number EK855819255US

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Susie Kunzle

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TRADEMARKS ONLY

Tab settings ⇨ ⇨ ⇨

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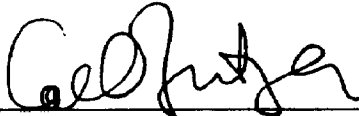
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By: 
Nick Cindrich, Chief Executive Officer

ATTESTED BY:

By: 
Harry L. Zimmerman, Secretary

Dated: January 2, 1998

Incoming Correspondence Routing Sheet

To: Post Registration (PRU)

Serial No: 75169418



Reg. No.: 2087777



Mail Date: 03252002



Doc. Type: Assignment D



No Fee

RAM Mail Date: 032502



ATTORNEYS & COUNSELORS
901 Main Street, Suite 6000
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March 25, 2002

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REEL: 002481 FRAME: 0959

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SECOND: An Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Subsection (c) of Section 252 of the General Corporation Law of Delaware.

THIRD: The name of the surviving corporation of the merger is Encore Orthopedics, Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of Encore Orthopedics, Inc., a Delaware corporation, which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 9800 Metric Boulevard, Austin, Texas 78758.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent entity.

SEVENTH: The authorized capital stock of each foreign entity which is a party to the merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Number of shares</u>	<u>Par value per share</u>
Encore Orthopedics, Inc. (Texas)	Common	15,000,000	\$0.01
	Preferred	5,000,000	\$1.00

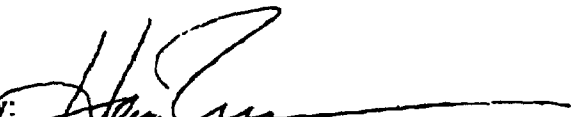
EIGHTH: The merger shall be effective upon the filing of this Certificate with the Secretary of State of Delaware.

Executed as of the date written below.

ENCORE ORTHOPEDICS, INC.,
a Delaware corporation

By: 
Nick Cindrich, Chief Executive Officer

ATTESTED BY:

By: 
Harry L. Zimmerman, Secretary

Dated: January 2, 1998

corp_doc@delaware.com