

FORM PTO-1594
(Rev. 6-93)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMB No. 0851-0011 (exp. 4/94)

Atty Docket No. 46739.252607

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

1. Name of conveying party(ies):

Spinal Dynamics Corporation

- Individuals(s)
- General Partnership
- Corporation-State - Delaware
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) attached Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: October 11, 2002

2. Name and address of receiving party(ies)

Name: **Medtronic Sofamor Danek, Inc.**

Internal Address:

Street Address: **1800 Pyramid Place**

City: **Memphis** State: **TN** Zip: **39132**

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No N/A

Additional names(s) & address(es) attached? Yes No

4. Application numbers(s) or patent numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,643,395; 2,549,974; 2,411,068; 2,652,545

Additional numbers attached? Yes No

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

Name: William H. Brewster

Internal Address: Kilpatrick Stockton LLP

Street Address: 1100 Peachtree St., Suite 2800

City: Atlanta State: GA Zip: 30309

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 115.00

Enclosed

Authorized to be charged to deposit account

The Commissioner is authorized to charge any deficiency in the required fee or credit any over payment to Deposit Account No. 11-0860.

8. Deposit account number:

11-0860

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.

Alex S. Fonoroff

Name of Person Signing

Signature

Date

1/14/2002

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

Jan. 13. 2003 1:28PM MEDTRONIC/SOF DANEK 901-344-1583

No. 3358 P. 4/8

Delaware

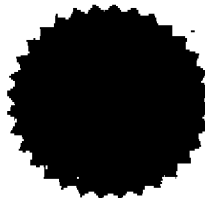
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SPINAL DYNAMICS CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "MEDTRONIC SOFAMOR DANEK, INC." UNDER THE NAME OF "MEDTRONIC SOFAMOR DANEK, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF INDIANA, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF OCTOBER, A.D. 2002, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3579244 8100M

020633137

AUTHENTICATION: 2032954

DATE: 10-11-02

2003 1:28PM MEDTRONIC/SOF DANEK 901-344-1583

No. 3358 P. 5/8

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 09:00 AM 10/11/2002
 020693137 - 2724269

**CERTIFICATE OF MERGER
 OF
 SPINAL DYNAMICS CORPORATION
 INTO
 MEDTRONIC SOFAMOR DANEK, INC.**

The undersigned corporation, organized and existing under and by virtue of the Indiana Business Corporation Law,

DOES HEREBY CERTIFY:

FIRST, That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

Name	State of Incorporation
Medtronic Sofamor Danek, Inc.	Indiana
Spinal Dynamics Corporation	Delaware

SECOND: That 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 corporations in accordance with the requirements of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the merger is Medtronic Sofamor Danek, Inc.

FOURTH: That the certificate of incorporation of the surviving corporation shall be the certificate of incorporation of Medtronic Sofamor Danek, Inc.

FIFTH: That the executed Agreement and Plan of Merger is on file at an office of the surviving corporation. The address of such office of the surviving corporation is 1800 Pyramid Place, Memphis, TN 38132.

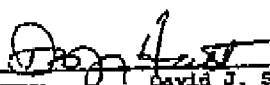
SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Spinal Dynamics Corporation, as well as for enforcement of any obligation of the surviving corporation, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to Section 262 of the General Corporation Law of the State of Delaware, and irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings. A copy of such process shall be mailed by the Secretary of State of the State of Delaware to the surviving corporation at 1800 Pyramid Place, Memphis, TN 38132, Attention: General Counsel.

Jan. 13, 2003 1:28PM MEDTRONIC/SOF DANEK 901-344-1583

No. 3358 P. 6/8

MEDTRONIC SOFAMOR DANEK, INC.

By: 
Name: David J. Scott
Title: Vice President & Secretary

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