

Form PTO-1594
(Rev. 03/01)

RECORDATION FORM COVER SHEET

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

OMB No. 0651-0027 (exp. 5/31/2002)
Our Ref.: T3075

TRADEMARK ONLY

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

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

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation - State Florida
- 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: April 27, 2001

2. Name and address of receiving party(ies)
Medtronic Sofamor Danek, Inc.
710 Medtronic Parkway
Minneapolis, Minnesota 55432-5604

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

If assignor is not domiciled in the United States, a domestic representative designations 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 Numbers(s)

1828840 MEDNEXT

Additional number(s) attached Yes No

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

Cindy Evenson
Medtronic, Inc.
M.S. LC340
710 Medtronic Parkway
Minneapolis, MN 55432-5604

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$40
 Enclosed
 Authorized to be charged to deposit account

B. Deposit account number: 13-2546
(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.

Cindy L. Evenson
Name of Person Signing


Signature

3/5/03
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

**State of Indiana
Office of the Secretary of State**

**CERTIFICATE OF MERGER
of
MEDTRONIC SOFAMOR DANEK, INC.**

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Articles of Merger of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

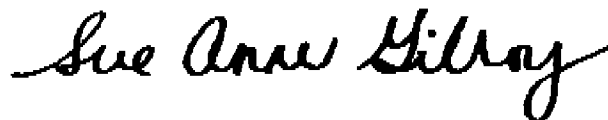
The following non-surviving entity(s):

FOREIGN NONSURVIVOR NOT QUALIFIED IN INDIANA
a(n) Florida For-Profit Foreign Corporation qualified in Indiana

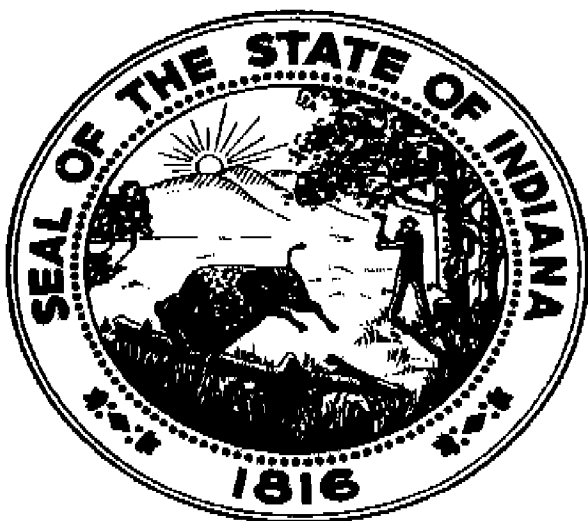
merged with and into the surviving entity:
MEDTRONIC SOFAMOR DANEK, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Friday, April 27, 2001.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, April 27, 2001.



SUE ANNE GILROY,
SECRETARY OF STATE



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**ARTICLES OF MERGER
MERGING
MEDNEXT, INC.
INTO
MEDTRONIC SOFAMOR DANEK, INC.**

**APPROVED
AND
FILED
IND. SECRETARY OF STATE**

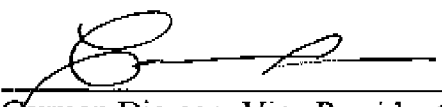
Pursuant to the provisions of Section 23-1-40-4 of the Indiana Code, the undersigned corporation hereby executes the following Articles of Merger:

FIRST: Attached hereto as Exhibit A are resolutions containing a Plan of Merger providing for the merger of Mednext, Inc., a Florida corporation, into Medtronic Sofamor Danek, Inc., an Indiana corporation and the surviving corporation.

SECOND: The resolutions attached hereto as Exhibit A were adopted by the Board of Directors of Medtronic Sofamor Danek, Inc. on April 2, 2001. Approval of the merger by the shareholders of Mednext, Inc. and Medtronic Sofamor Danek, Inc. was not required.

THIRD: Medtronic Sofamor Danek, Inc. owns 100% of the outstanding shares of Mednext, Inc.

IN WITNESS WHEREOF, the undersigned, being the Vice President of the surviving corporation, executes these Articles of Merger and verifies, subject to penalties of perjury, that the statements contained herein are true, this 16th day of April, 2001.



Carmen Diersen, Vice President

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INDIANA SECRETARY OF STATE

EXHIBIT A

Approval of Plan of Merger

RESOLVED, that the following Plan of Merger of Mednext, Inc. into Medtronic Sofamor Danek, Inc. is hereby declared advisable, adopted and approved:

1. Medtronic Sofamor Danek, Inc., as the owner of 100% of the outstanding shares of Mednext, Inc., shall merge Mednext, Inc. into Medtronic Sofamor Danek, Inc. in accordance with the provisions of Section 23-1-40-4 of the Indiana Code and Section 607.1104 of the Florida Business Corporation Act.

2. In connection with such merger, Medtronic Sofamor Danek, Inc., as the surviving corporation, shall assume all of the obligations of Mednext, Inc. outstanding at the effective time of the merger.

3. The shares of Mednext, Inc. shall not be converted into shares of Medtronic Sofamor Danek, Inc. but shall, at the effective time of the merger, be surrendered and extinguished without payment of any cash or the delivery of any other consideration.

4. The effective time of the merger herein provided for shall be the later of (i) the date of filing of Articles of Merger with the Secretary of State of Indiana and (ii) the date of filing Articles of Merger with the Secretary of State of Florida.

FURTHER RESOLVED, that the officers of the Company be and hereby are authorized and directed to execute Articles of Merger embodying the foregoing Plan, to cause the same to be filed in the manner required by law, and to take such other action and execute and deliver such other documents and instruments as may be necessary to effect such merger.

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