

Form PTO-1594 (Rev. 03/01) RECORDATION FORM COVER SHEET U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

TRADEMARK ONLY

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

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

1. Name of conveying party(ies): Sofamor Danek Properties, Inc.
Individual(s) Association
General Partnership Limited Partnership
Corporation - State Delaware
Other

2. Name and address of receiving party(ies): Medtronic Sofamor Danek, Inc. 1800 Pyramid Place Memphis, Tennessee 38132
Individual(s) citizenship Association
General Partnership Limited Partnership
Corporation - State Indiana
Other

3. Nature of conveyance: Assignment Merger
Security Agreement Change of Name
Other
Execution Date: December 27, 2001

If assigned 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)
2351206 GRIDMESH
2251420 STAB-AND-GRAB
2242033 PYRAMESH

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: 5
7. Total fee (37 CFR 3.41) \$215
Enclosed
Authorized to be charged to deposit account
8. 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
3/11/03
Date
Total number of pages including cover sheet, attachments, and document: 5

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

Merger of Sofamor Danek Properties, Inc.
into Medtronic Sofamor Danek, Inc.

Registration No.

Trademark

2220142	TIMESH & Design
2047832	TIMESH
1929773	SUGARMESH
1741102	SOFTPLATE
1618621	MISCELLANEOUS DESIGN

**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):

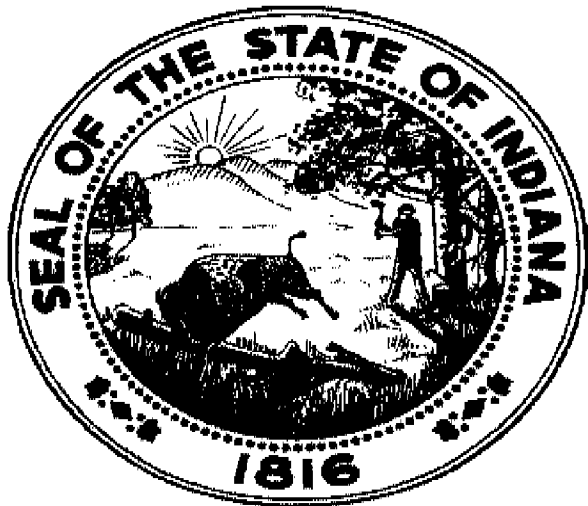
SOFAMOR DANEK PROPERTIES, INC.
a(n) Delaware Non-Qualified Foreign Corporation
merged with and into the surviving entity:
MEDTRONIC SOFAMOR DANEK, INC.

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



SUE ANNE GILROY,
SECRETARY OF STATE



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

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 Sofamor Danek Properties, Inc., a Delaware 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 December 11, 2001. Approval of the merger by the shareholders of Sofamor Danek Properties, Inc. and Medtronic Sofamor Danek, Inc. was not required.

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

IN WITNESS WHEREOF, the undersigned, being the President, Spinal Systems, of the surviving corporation, executes these Articles of Merger and verifies, subject to penalties of perjury, that the statements contained herein are true, this 22 day of December, 2001.

MEDTRONIC SOFAMOR DANEK, INC.

By: 
 Michael F. DeManc, President, Spinal Systems

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EXHIBIT A**Approval of Plan of Merger**

RESOLVED, that the following Plan of Merger of Sofamor Danek Properties, 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 Sofamor Danek Properties, Inc., shall merge Sofamor Danek Properties, Inc. into Medtronic Sofamor Danek, Inc. in accordance with the provisions of Section 23-1-40-4 of the Indiana Code and Section 253 of the Delaware General Corporation Law.

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

3. The shares of Sofamor Danek Properties, 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 date of filing of Articles of Merger with the Secretary of State of Indiana.

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.