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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
Name of conveying party(ies):	Name and address of receiving party(ies)	
Winfield Medical	Name: Maxxim Medical, Inc. Internal	
Individual(s)  General Partnership  Corporation-State  Other	Address:Street Address:4750_118th_Avenue_North CityClearwater_State:_FLZip:_33672  Individual(s) citizenship	
Additional name(s) of conveying party(ies) attached? 🎴 Yes 🎑 No	Association  General Partnership	
3. Nature of conveyance:	Limited Partnership	
Assignment Merger	X Corporation-State Delaware	
Security Agreement Change of Name Other  Execution Date: 06/26/1998	Other If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes K 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) 2703	B. Trademark Registration No.(s)	
Additional number(s) att	1,612,904 ached Yes No	
<ol><li>Name and address of party to whom correspondence concerning document should be mailed:</li></ol>	6. Total number of applications and registrations involved:	
Name: Michael K. Cantwell		
Internal Address:	7. Total fee (37 CFR 3.41)\$ 40.00	
	Enclosed	
	Authorized to be charged to deposit account	
Street Address: <u>Willkie Farr &amp; Gallagher</u>	8. Deposit account number:	
787 Seventh Avenue	23–2405	
City: New York State: NY Zip: 10019	(Attach duplicate copy of this page if paying by	
	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.  Michael K. Cantwell  February 7, 2003		
Name of Person Signing  Signature  Date  Date		
/12/2003 ECOOPER 00000249 232405 1612904 Mail documents to be recorded with required cover sheet information to:		

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

## 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 OWNERSHIP, WHICH MERGES:

"WINFIELD MEDICAL", A CALIFORNIA CORPORATION,

WITH AND INTO "MAXXIM MEDICAL, INC." UNDER THE NAME OF "MAXXIM MEDICAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JULY, A.D. 1998, AT 8:30 O'CLOCK A.M.



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2128339

DATE: 12-06-02

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## CERTIFICATE OF OWNERSHIP AND MERGER

The undersigned, Kenneth W. Davidson and Peter M. Graham, do hereby certify that:

- 1. They are the President and the Secretary, respectively, of MAXXIM MEDICAL, INC., a Delaware corporation (the "Surviving Corporation").
- 2. The Surviving Corporation owns one hundred percent (100%) of the outstanding shares of WINFIELD MEDICAL, a California corporation.
- 3. The Board of Directors of the Surviving Corporation duly adopted the following resolution on June 25, 1998:

RESOLVED, that Maxxim Medical, Inc. merge Winfield Medical, its wholly-owned subsidiary corporation, into itself, and Maxxim Medical, Inc. shall thereby assume all of Winfield Medical's liabilities and obligations pursuant to Section 1110 of the California Corporations Code and Section 253 of the Delaware General Corporation Law.

We further declare under penalty of perjury under the laws of the States of California and Delaware that the matters set forth in this certificate are true and correct of our own knowledge.

Date: June 26, 1998

RECORDED: 02/07/2003

Kenneth W. Davidson, President

Peter M. Graham Secretary

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