

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Impella Cardiotechnik AG		03/31/2006	CORPORATION: GERMANY

RECEIVING PARTY DATA

Name:	Impella CardioSystems AG
Street Address:	Neuenhofer Weg 3
City:	Aachen
State/Country:	GERMANY
Postal Code:	52074
Entity Type:	CORPORATION: GERMANY

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2715739	X'PAND
Registration Number:	2443683	IMPELLA

CORRESPONDENCE DATA

Fax Number: (617)248-4000
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 6172484877
 Email: tadmin@choate.com
 Correspondent Name: Heather E. Balmat
 Address Line 1: Two International Place
 Address Line 2: Attn: Trademark Administrator
 Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	2004738.0031
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DOMESTIC REPRESENTATIVE

Name:

OP \$65.00 2715739

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Heather E. Balmat

Signature:

/Heather E. Balmat/

Date:

05/04/2006

Total Attachments: 3

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CONFIRMATION OF ASSIGNMENT OF TRADEMARKS

WHEREAS, Impella CardiotechnikAG, a corporation organized and existing under the laws of the Federal Republic of Germany, with a principal place of business located at Pauwelsstrasse 19, 52070 Aachen, Germany (hereinafter referred to as „Assignor“) owned the entire right, title and interest in and to the trademarks identified on Schedule A attached hereto together with the goodwill related thereto (hereinafter collectively referred to as the „Marks“); and

WHEREAS, Impella CardioSystems AG, a corporation organized and existing under the laws of the Federal Republic of Germany, with a principal place of business at Neuenhofer Weg 3, 52074 Aachen, Germany (hereinafter referred to as „Assignee“) desired to acquire the entire right, title and interest in and to the Marks and the business and goodwill of the business in connection with which the aforesaid Marks have been used; and

WHEREAS, Assignor and Assignee previously have entered into a certain Asset Purchase and Sale Agreement dated April 9, 2003. pursuant to the terms of which Assignor agreed to assign all right, title and interest of Assignor in and to U.S.Trademark Registration Nos. 2,715,739 (X'PAND), and 2,443,683 (IMPELLA) and the goodwill associated therewith; and

WHEREAS, Assignor has agreed to execute such additional instruments as may be necessary or desirable to confirm such assignment to Assignee;

NOW THEREFORE, in consideration of the foregoing, as well as other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged,

Assignor hereby confirms the sale, assignment, transfer and set over to Assignee, its successors, legal representatives and assigns, the entire right, title, and interest of Assignor in and to said Marks, together with the business and goodwill of the business in connection with which the aforesaid Marks have been used, and all claims, if any, which may have arisen thereunder prior to the date of this instrument.

IN WITNESS WHEREOF, this instrument is executed on Assignor's behalf by its duly authorized trustee in bankruptcy, all effective this 31 day of March, 2006.

Impella Cardiotechnik AG


Reinhold Witt
als Vorwahr

By: _____

Title: acting solely in my capacity as trustee in bankruptcy

Schedule A

Marks

X'PAND
IMPELLA

Registration Number*

2,715,739
2,443,683

Registration Date

May 13, 2003
April 17, 2001