

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/24/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Lone Star Medical Products, Inc.		10/24/2007	CORPORATION:

**RECEIVING PARTY DATA**

Name:	CooperSurgical, Inc.
Street Address:	6140 Stoneridge Mall Rd.
Internal Address:	Suite 590
City:	Pleasanton
State/Country:	CALIFORNIA
Postal Code:	94588
Entity Type:	CORPORATION:

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	3138689	LONE STAR MEDICAL PRODUCTS
Registration Number:	2928781	
Registration Number:	2928780	REFINING THE ART OF SURGERY
Registration Number:	2928779	LSMP

**CORRESPONDENCE DATA**

Fax Number: (212)732-3232  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-732-3200  
 Email: melnick@clm.com  
 Correspondent Name: Diane B. Melnick, Esq.  
 Address Line 1: 2 Wall St.  
 Address Line 4: New York, NEW YORK 10005

ATTORNEY DOCKET NUMBER:	COO19 002	<b>TRADEMARK</b>
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**900092172**

**REEL: 003662 FRAME: 0287**

**CH \$115.00 3138689**

NAME OF SUBMITTER:	Diane B. Melnick
Signature:	/diane melnick/
Date:	11/16/2007
<b>Total Attachments: 9</b> source=LONE STAR MEDICAL PRODUCTS merger into CSI#page1.tif source=LONE STAR MEDICAL PRODUCTS merger into CSI#page2.tif source=LONE STAR MEDICAL PRODUCTS merger into CSI#page3.tif source=LONE STAR MEDICAL PRODUCTS merger into CSI#page4.tif source=LONE STAR MEDICAL PRODUCTS merger into CSI#page5.tif source=LONE STAR MEDICAL PRODUCTS merger into CSI#page6.tif source=LONE STAR MEDICAL PRODUCTS merger into CSI#page7.tif source=LONE STAR MEDICAL PRODUCTS merger into CSI#page8.tif source=LONE STAR MEDICAL PRODUCTS merger into CSI#page9.tif	

# 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 OWNERSHIP, WHICH MERGES:

"LONE STAR MEDICAL PRODUCTS, INC.", A TEXAS CORPORATION, WITH AND INTO "COOPERSURGICAL, INC." UNDER THE NAME OF "COOPERSURGICAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF OCTOBER, A.D. 2007, AT 5:03 O'CLOCK P.M.

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

2247088 8100M  
071150941



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6105130

DATE: 10-25-07

TRADEMARK  
REEL: 003662 FRAME: 0289

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:03 PM 10/24/2007  
FILED 05:03 PM 10/24/2007  
SRV 071150941 - 2247088 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

OF

LONE STAR MEDICAL PRODUCTS, INC.

(a Texas corporation)

into

COOPERSURGICAL, INC.

(a Delaware corporation)

It is hereby certified that:

1. CooperSurgical, Inc. (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of stock of Lone Star Medical Products, Inc., which is a business corporation of the State of Texas.
3. The laws of the jurisdiction of organization of Lone Star Medical Products, Inc. permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
4. The Corporation hereby merges Lone Star Medical Products, Inc. into the Corporation.
5. The following is a copy of the resolutions adopted on October 24, 2007 by the Board of Directors of the Corporation to merge the said Lone Star Medical Products, Inc. into the Corporation:

RESOLVED that Lone Star Medical Products, Inc. be merged into this Corporation, and that, upon the effective date of the Merger, all of the estate, property, rights, privileges, powers, and franchises of Lone Star Medical Products, Inc. be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Lone Star Medical Products, Inc. in its name.

RESOLVED that, upon the effectiveness of the Merger, this Corporation shall assume all of the obligations of Lone Star Medical Products, Inc.

RESOLVED that to consummate the Merger, the proper officers of the Corporation be, and each of them hereby is, authorized and directed to execute and file and record the Certificate of Ownership and Merger, and any other documents prescribed by the laws of the State of Delaware and by the laws of any other state that are applicable to the Merger and to perform all necessary acts within the State of Delaware and within such other state to effectuate the Merger.

RESOLVED that the effective date of the Merger shall be October 24, 2007.

[Signature Page Follows]

Executed on October 24, 2007

COOPERSURGICAL, INC.

By: /s/ Carol Kaufman  
Carol Kaufman, Vice President & Secretary

6234853.1

**TRADEMARK**  
**REEL: 003662 FRAME: 0291**

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Phil Wilson  
Secretary of State

## Office of the Secretary of State

October 25, 2007

Corporation Service Company  
701 Brazos, Suite 1050  
Austin, TX 78701 USA

RE:  
CooperSurgical, Inc. ( File Number: Not Applicable )

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It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section  
Business & Public Filings Division

Enclosure

Phone: (512) 463-5555  
Prepared by: Lisa Sartin

*Come visit us on the internet at <http://www.sos.state.tx.us/>*

Fax: (512) 463-5709  
TID: 10339

Dial: 7-1-1 for Relay Services  
Document: 190724480002

**TRADEMARK**  
**REEL: 003662 FRAME: 0292**



## Office of the Secretary of State

### CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

LONE STAR MEDICAL PRODUCTS, INC.  
Domestic For-Profit Corporation  
[File Number: 47852600]

Into

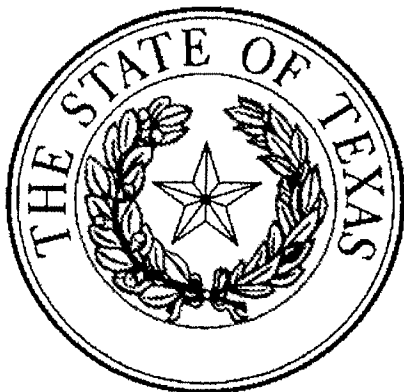
CooperSurgical, Inc.  
Foreign For-Profit Corporation  
Delaware, USA  
[Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 10/24/2007

Effective: 10/24/2007



A handwritten signature in black ink that reads "Phil Wilson".

Phil Wilson  
Secretary of State

**ARTICLES OF MERGER  
OF  
LONE STAR MEDICAL PRODUCTS, INC.  
INTO  
COOPERSURGICAL, INC.**

**FILED**  
In the Office of the  
Secretary of State of Texas

OCT 24 2007

**Corporations Section**

To the Secretary of State  
State of Texas

Pursuant to the provisions of Article 5.16 of the Texas Business Corporation Act, the foreign parent corporation herein named adopts the following articles of merger for the purpose of merging its Texas wholly-owned subsidiary corporation into said foreign parent corporation.

1. The name of the parent corporation is CooperSurgical, Inc., and the jurisdiction under which it is organized is the State of Delaware.
2. The name of the subsidiary corporation is Lone Star Medical Products, Inc., and the jurisdiction under which it is organized is the State of Texas.
3. The number of outstanding shares of the subsidiary corporation is 64,067, all of which are of one class, and all of which are owned by the parent corporation.
4. The following is a copy of the resolution to merge the subsidiary corporation into the parent corporation as adopted by the Board of Directors of the parent corporation on October 24, 2007:

"RESOLVED that this Corporation, as the owner of all of the outstanding shares of Lone Star Medical Products, Inc., a business corporation of the State of Texas, does hereby merge Lone Star Medical Products, Inc. into this Corporation."

"RESOLVED that the Board of Directors and the proper officers of this Corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of the merger of Lone Star Medical Products, Inc. into this Corporation."

5. The approval of the Plan of Merger was duly authorized by all action required by the laws under which CooperSurgical, Inc. was incorporated and by its constituent documents.
6. The address of the registered office of the parent corporation in the jurisdiction under the laws of which it is governed is Corporate Service Company, 1013 Centre Road, City of Wilmington, County of New Castle, in the State of Delaware 19805.



7. The parent corporation will be responsible for the payment of all fees and franchise taxes as required by law, and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

8. The merger herein provided for shall be effective in the State of Texas on October 24, 2007.

**[Signature Page Follows]**

Executed on October 24, 2007

COOPERSURGICAL, INC.

By: 

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Carol Kaufman, Vice President & Secretary

0234835.1

TRADEMARK  
REEL: 003662 FRAME: 0296

LONE STAR MEDICAL PRODUCTS, INC.

REGISTERED MARKS

Mark	Country	Filing Date	Serial No.	Reg. Date	Reg. No.	Classes
ONE STAR MEDICAL PRODUCTS	U.S.	09/24/05	706,212	09/05/2006	3,138,689	0
DE G ONLY	U.S.	10/20/05	781,314,354	03/01/2005	2,928,817	1
REFINING THE ART OF SURGERY	U.S.	11/16/03	781,314,352	03/01/2005	2,928,780	1
LSM	U.S.	11/16/03	781,314,438	03/01/2005	2,928,779	1
	U.S.	11/16/03	781,314,438	03/01/2005	2,928,779	1