

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/30/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sonamed Corporation		09/12/2008	CORPORATION:

RECEIVING PARTY DATA

Name:	Natus Medical Incorporated
Street Address:	1501 Industrial Road
City:	San Carlos
State/Country:	CALIFORNIA
Postal Code:	94070
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2502234	SONAMED

CORRESPONDENCE DATA

Fax Number: (530)750-3793
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 530-750-3661
 Email: mathew@temmermanlaw.com
 Correspondent Name: Mathew J. Temmerman
 Address Line 1: 423 E Street
 Address Line 4: Davis, CALIFORNIA 95616

ATTORNEY DOCKET NUMBER:	103.169
NAME OF SUBMITTER:	Mathew J. Temmerman
Signature:	/Mathew J. Temmerman/

OP \$40.00 2502234

Date:

10/04/2008

Total Attachments: 4

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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:

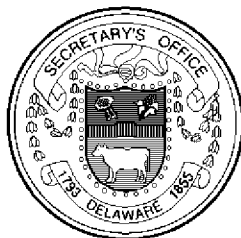
"SONAMED CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "NATUS MEDICAL INCORPORATED" UNDER THE NAME OF "NATUS MEDICAL INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF SEPTEMBER, A.D. 2008, AT 7:12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2008.

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

3262636 8100M

080951658



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6853155

DATE: 09-16-08

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 003864 FRAME: 0996

STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP AND MERGER
OF

SONAMED CORPORATION
(a Delaware corporation)
INTO
NATUS MEDICAL INCORPORATED
(a Delaware corporation)

Pursuant to Section 253 of the Delaware General Corporation Law, the undersigned corporation hereby certifies that:

1. The name of the surviving corporation is **Natus Medical Incorporated**, a Delaware corporation (the "**Surviving Corporation**").
2. The Surviving Corporation is the owner of all of the outstanding shares of common stock of **SonaMed Corporation**, a Delaware corporation ("**SonaMed**").
3. The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the Board of Directors of the Surviving Corporation through the resolutions of the Board of Directors attached as Exhibit A hereto adopted at a meeting duly held on the 27th day of August, 2008.
4. SonaMed hereby merges into the Surviving Corporation effective September 30, 2008.

IN WITNESS WHEREOF, Natus Medical Incorporated has caused this Certificate to be signed by its duly authorized officer this 12th day of September, 2008.

Natus Medical Incorporated
a Delaware corporation

By: _____

Steven J. Murphy
Vice President Finance and
Chief Financial Officer

EXHIBIT A

**RESOLUTIONS OF
THE BOARD OF DIRECTORS OF
NATUS MEDICAL INCORPORATED
(a Delaware corporation)**

August 27, 2008

Approval of Merger with Wholly Owned Subsidiary

WHEREAS, Sonamed Corporation, a Delaware corporation ("**Sonamed**"), is a wholly owned subsidiary of the Company, and the Board of Directors of the Company has determined it to be in the best interests of the Company to merge (the "**Merger**") Sonamed with and into the Company in a transaction intended to qualify as a reorganization under Section 368 of the Internal Revenue Code of 1986, as amended.

NOW, THEREFORE, BE IT RESOLVED, that the Merger is hereby approved, and that pursuant to the Delaware General Corporation Law the Company shall merge Sonamed with and into the Company with the Company being the surviving entity of the Merger, and upon the effectiveness of the Merger the Company will acquire all of the assets and properties and assume all of the liabilities and obligations of Sonamed; and

RESOLVED FURTHER, that, in order to carry out the Merger, the appropriate officers of the Company are hereby authorized on behalf of the Company to cause the Company:

- to execute, deliver and file a Certificate of Ownership and Merger with the Delaware Secretary of State substantially in the form attached as **Exhibit A** hereto (each with such changes and additions thereto as may be approved by the officer executing the same, such approval to be evidenced conclusively by such officer's execution thereof); and
- to execute, deliver and file such additional statements and certificates (including but not limited to assumptions of franchise or other tax liability of Sub) or perform such other acts as are determined to be necessary or appropriate to carry out the merger of Sub with and into the Company as described above at such time, as the officers of the Company in their sole discretion deem appropriate, and the officers of the Company may determine whether or not to carry out the Merger; and

RESOLVED FURTHER, that the officers of the Company, and each of them acting without the others, are hereby authorized and directed to take such further actions, and to execute and deliver such further documents, as they may deem to be necessary, advisable or appropriate to carry into effect the purposes and intent of the foregoing resolutions.