

NIKOLAI & MERSEREAU
ATTORNEYS AT LAW

December 17, 2008

RECORDATION FORM COVER SHEET

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OUR FILE NOS. 20010039, 20020309, 20020601, 20080060

Mail Stop Assignment Recordation Services
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Alexandria, VA 22313-1450

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

1. Name of Party(ies) conveying an interest:
Gyrus Group Plc

- Individual(s)
- General Partnership
- Corporation - Country - England and Wales
- Other _____
- Association
- Limited Partnership

2. Name and Address of Party(ies) receiving an interest:
Name: Gyrus Group Limited
Street Address: 410 Wharfdale Road
City: Winnersh, Wokingham, Berks
Country: United Kingdom Zip: RG41 5RA

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-Country of England and Wales
- Other _____

If assignee is not domiciled in the United States, a domestic representative designated is attached: Yes No
(Designation must be a separate document from Assignment)

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: June 11, 2008

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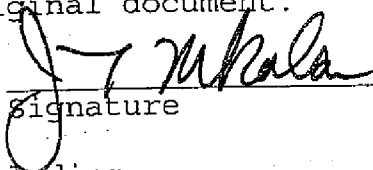
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Page 2

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration Nos. 2,862,006; 2,839,756;
2,653,019; 2,674,328
5. Name and address of party of whom correspondence concerning document should be mailed:
Name: James T. Nikolaki, Esq.
NIKOLAI & MERSEREAU, P.A.
Street Address: 900 Second Avenue South, #820
City: Minneapolis State: MN Zip: 55402-3325
6. Number of applications and registrations involved: 4
7. Total Fee (37 CFR 3.41): \$115.00
___ A check is enclosed.
8. X The Commissioner is authorized to charge any fees or refund any overpayment under 37 CFR 2.6 which may be required by this paper to Deposit Account No. 08-1265.

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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.

James T. Nikolai
Name of Person Signing


Signature

Date: Dec. 22, 2008

Total number of pages including cover sheet, attachments and document: 3

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**CERTIFICATE OF INCORPORATION
ON RE-REGISTRATION OF A PUBLIC COMPANY
AS A PRIVATE COMPANY**

Company No. 3234242

I hereby certify that

GYRUS GROUP PLC

formerly registered as a public company has this day been re-registered under the Companies Act 1985 as a private company is now incorporated under the name of

GYRUS GROUP LIMITED

and that the company is limited.

Given at Companies House on 11th June 2008



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

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