

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion of general partnership to limited liability company and Change of Name

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Synthes (U.S.A.) composed of general partners Syth, Inc., a Delaware Corporation, and Synthes North America, Inc., a Delaware Corporation		12/23/2008	PARTNERSHIP: PENNSYLVANIA

RECEIVING PARTY DATA

Name:	SYNTHESES USA, LLC
Street Address:	1302 Wrights Lane East
City:	West Chester
State/Country:	PENNSYLVANIA
Postal Code:	19380
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	77401328	FACETSAVER
Serial Number:	77489252	VBS

CORRESPONDENCE DATA

Fax Number: (215)568-3439
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (215) 568-3100
 Email: trademarks@woodcock.com
 Correspondent Name: Denise I. Mroz, Woodcock Washburn LLP
 Address Line 1: 2929 Arch Street
 Address Line 2: Cira Centre, 12th Floor
 Address Line 4: Philadelphia, PENNSYLVANIA 19104-2891

ATTORNEY DOCKET NUMBER:	SYNT-0374
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CH \$65.00 77401328

NAME OF SUBMITTER:	Denise I. Mroz
Signature:	/Denise I. Mroz/
Date:	01/19/2009
Total Attachments: 4 source=Certificate of Conversion - Synthes USA LLC#page1.tif source=Certificate of Conversion - Synthes USA LLC#page2.tif source=Certificate of Conversion - Synthes USA LLC#page3.tif source=Certificate of Conversion - Synthes USA LLC#page4.tif	

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A PENNSYLVANIA GENERAL PARTNERSHIP UNDER THE NAME OF "SYNTHES (U.S.A.)" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "SYNTHES (U.S.A.)" TO "SYNTHES USA, LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2008, AT 3:20 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008, AT 11:58 O'CLOCK P.M.

4637595 8100V

081225463

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7046256

DATE: 12-23-08

TRADEMARK
REEL: 003922 FRAME: 0346

SYNTHES (U.S.A.)

**CERTIFICATE OF CONVERSION
TO
LIMITED LIABILITY COMPANY**

This Certificate of Conversion to Limited Liability Company, dated December 23, 2008 is executed and filed by the undersigned to convert Synthes (U.S.A.), a Pennsylvania general partnership, into a limited liability company (the "Company") under the Delaware Limited Liability Company Act. The undersigned certifies as follows:

FIRST: The Company first came into being upon the execution of a Partnership Agreement on April 22, 1987.

SECOND: The name of the Company immediately prior to the filing of this Certificate of Conversion to Limited Liability Company is Synthes (U.S.A.).

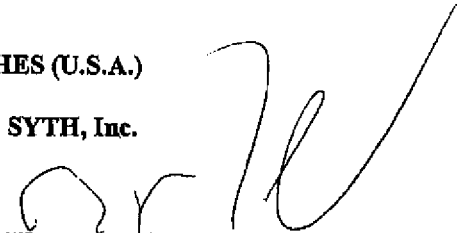
THIRD: The name of the Company as set forth in the Certificate of Formation of Limited Liability Company filed concurrently herewith is Synthes USA, LLC.

FOURTH: This Certificate of Conversion shall be effective at 11:58 p.m. on December 31, 2008.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion to Limited Liability Company as of the date first written above.

SYNTHES (U.S.A.)

By: SYTH, Inc.

By: 
Name: Robert Donohue
Title: Treasurer

By: Synthes North America, Inc.

By: 
Name: Joseph Fisher
Title: Secretary

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "SYNTHES USA, LLC" FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2008, AT 3:20 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008, AT 11:58 O'CLOCK P.M.



4637595 8100V

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7046256


DATE: 12-23-08

TRADEMARK
REEL: 003922 FRAME: 0348

**CERTIFICATE OF FORMATION
OF
SYNTHES USA, LLC**

1. The name of the limited liability company is Synthes USA, LLC.
2. The address of its registered office in the State of Delaware is 1209 Orange Street, in the City of Wilmington, in the County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.
3. This Certificate of Formation shall be effective at 11:58 p.m. on December 31, 2008.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Synthes USA, LLC this 23 day of December, 2008.



Name: Joseph Fisher
Title: Authorized Person