

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/23/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Power Medical Interventions, Inc.		09/23/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Power Medical Interventions, LLC
Composed Of:	COMPOSED OF Tyco Healthcare Group, LP
Street Address:	15 Hampshire Street
City:	Mansfield
State/Country:	MASSACHUSETTS
Postal Code:	02048
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Serial Number:	77782931	ISIS - INTELLIGENT SURGICAL INSTRUMENT SYSTEM
Serial Number:	77782923	ISIS
Serial Number:	77669917	ISURG
Serial Number:	77593483	COMPUTER CONTROLLED TISSUE COMPRESSION
Serial Number:	77593479	CONTROLLED TISSUE COMPRESSION
Serial Number:	77091365	INTELLIGENT SURGICAL DEVICES
Serial Number:	77073035	INTELLIGENT SURGICAL INSTRUMENTS
Registration Number:	3102391	THE ULTIMATE MEDICAL TECHNOLOGY
Registration Number:	2599791	DIGITAL LOADING UNIT
Registration Number:	3068520	
Registration Number:	2629207	POWER MEDICAL INTERVENTIONS
Registration Number:	2727454	SURGASSIST

CH \$315.00 77782931

CORRESPONDENCE DATA

Fax Number: (203)492-8232
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 203-492-8072
Email: dorothy.agoglia@covidien.com
Correspondent Name: Mark Farber
Address Line 1: 60 Middletown Avenue
Address Line 4: North Haven, CONNECTICUT 06473

ATTORNEY DOCKET NUMBER:	POWERMEDMERGER
NAME OF SUBMITTER:	Mark Farber
Signature:	/MarkFarber/
Date:	10/14/2009

Total Attachments: 3
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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

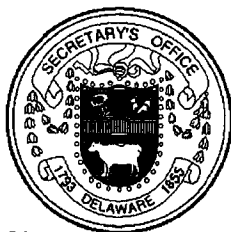
"POWER MEDICAL INTERVENTIONS, INC.", A DELAWARE CORPORATION, WITH AND INTO "POWER MEDICAL INTERVENTIONS, LLC" UNDER THE NAME OF "POWER MEDICAL INTERVENTIONS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 2009, AT 10:27 O'CLOCK A.M.

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

4733263 8100M

090876720

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7542792

DATE: 09-23-09

TRADEMARK
REEL: 004078 FRAME: 0003

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:27 AM 09/23/2009
FILED 10:27 AM 09/23/2009
SRV 090876720 - 4733263 FILE

CERTIFICATE OF MERGER

OF

POWER MEDICAL INTERVENTIONS, INC.

INTO

POWER MEDICAL INTERVENTIONS, LLC

Pursuant to Section 18-209 of the Limited Liability Company Act of the State of Delaware and Section 264 of the General Corporation Law of the State of Delaware

FIRST: The name and jurisdiction of formation or organization and domicile of each of the constituent entities is: Power Medical Interventions, LLC, a Delaware limited liability company (the "LLC"), and Power Medical Interventions, Inc., a Delaware corporation (the "Corporation").

SECOND: The Corporation and the LLC have entered into an Agreement of Merger, dated as of September 23, 2009 (the "Merger Agreement"), providing for the merger of the Corporation with and into the LLC pursuant to Section 18-209 of the Limited Liability Company Act of the State of Delaware (the "DLLCA") and Section 264 of the General Corporation Law of the State of Delaware (the "DGCL"). The Merger Agreement has been approved, adopted, certified, executed and acknowledged in accordance with Sections 18-204 and 18-209 of the DLLCA, in the case of the LLC, and Sections 103 and 264 of the DGCL, in the case of the Corporation.

THIRD: Power Medical Interventions, LLC shall be the surviving entity in the merger (the "Surviving LLC").

FOURTH: The Merger Agreement is on file at an office of the Surviving LLC at 15 Hampshire Street, Mansfield, MA 02048. A copy of the Merger Agreement will be furnished by the Surviving LLC, on request and without cost, to any member of the LLC or to any stockholder of the Corporation.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Surviving LLC has caused this Certificate of
Merger to be duly executed as of the 23rd day of September, 2009.

POWER MEDICAL INTERVENTIONS, LLC

By: /s/ Matthew J. Nicoella
Name: Matthew J. Nicoella
Title: Authorized Person