

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Smith & Nephew, Inc.		04/07/2010	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	NeuroTherm, Inc.		
<b>Street Address:</b>	30 Upton Drive, Suite 2		
<b>City:</b>	Wilmington		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	01887		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3276322	ACUTHERM	
<b>Serial Number:</b>	77926841	ELECTROTHERMAL 80S	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)857-6395		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	202-857-6000		
<b>Email:</b>	resnick.adam@arentfox.com		
<b>Correspondent Name:</b>	Adam D. Resnick		
<b>Address Line 1:</b>	Arent Fox LLP, 1050 Connecticut Ave. NW		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20036		
<b>ATTORNEY DOCKET NUMBER:</b>	030891.00003		
<b>NAME OF SUBMITTER:</b>	Adam D. Resnick		
<b>Signature:</b>	/Adam D. Resnick/		
<b>Date:</b>	05/04/2010		

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**TRADEMARK**

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**REEL: 004198 FRAME: 0660**

Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS is entered this 7th day of April, 2010, by Smith & Nephew, Inc., a Delaware corporation with offices at 150 Minuteman Road, Andover, Massachusetts 01810 ("Assignor") for the benefit of NeuroTherm, Inc. a Delaware corporation with offices at 30 Upton Drive, Suite 2, Wilmington, Massachusetts 01887 ("Assignee").

WHEREAS, Assignor and Assignee are parties to a certain Asset Purchase Agreement dated as of April 7, 2010 (the "Purchase Agreement"), pursuant to which Assignee has agreed to purchase certain assets of Assignor, and Assignor has agreed to cause the same to be transferred, assigned and contributed to Assignee;

WHEREAS, Assignor owns all right, title and interest in and to the trademarks listed on Schedule A, attached hereto and incorporated herein (the "Marks"); and

WHEREAS, pursuant to the Purchase Agreement, Assignor desires to assign and transfer to Assignee all of Assignor's right, title and interest in and to the Marks, and Assignee is desirous of acquiring the same;

NOW, THEREFORE, for the foregoing recited consideration and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignor, as beneficial owner, does hereby assign, sell and transfer to Assignee all of its right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, the right to sue and recover damages for past, present and future infringement thereof, the registrations and applications for registration therefore, and all the benefits of the Marks. Assignor does further consent to the recordation of this assignment by Assignee with the United States Patent and Trademark Office or any similar foreign governmental agency. The parties acknowledge and agree that their respective rights and remedies arising out of or relating to this Assignment of Trademarks are set forth exclusively in the Purchase Agreement.

2. Assignor hereby covenants and agrees to and with Assignee, its successors and assigns, to do, execute, acknowledge and deliver to, or to cause to be done, executed, acknowledged and delivered to, Assignee, its successors and assigns, all such further acts, deeds, assignments, transfers, conveyances, limited powers of attorney and assurances that may be reasonably requested by Assignee for the better selling, assigning, transferring, conveying and delivering to Assignee, its successors or assigns, any or all of the Marks in accordance with the Purchase Agreement

IN WITNESS WHEREOF, Assignor has executed this Assignment of Trademarks as of the date first written above.

SMITH & NEPHEW, INC.

By: Ian C. Melling

Name: IAN C. MELLING

Title: VP, FINANCE BIOLOGICS & SPINE

STATE OF North Carolina

COUNTY OF Durham

On this 14<sup>th</sup> day of April, 2010, before me appeared Ian C. Melling, the person who signed this instrument on behalf of Smith & Nephew, Inc., who acknowledged that he signed it on behalf of the identified corporation as the VP, Finance of the identified corporation and pursuant to authority duly received.

Kelly C. Potter  
Notary Public

My Commission Expires:

KELLY C POTTER  
NOTARY PUBLIC  
GUILFORD COUNTY, NC  
My Commission Expires 7-1-2014

Schedule 2.1d Trademarks	Country	Trademark	App. No.	Filing Date	Reg. No.	Reg. Date	Owner	Goods and Services
	Australia	ACUTHERM	1017430	25-AUG-2004	1017430	25-AUG-2004	Smith & Nephew, Inc. 1450 Brooks Road Memphis TN 38116	Class 10: Surgical, medical, dental and veterinary apparatus and instruments, spinal decompression catheters, elastic, suspensory and support bandages and stockings, bandages for joints, gloves for medical and surgical use, surgical splints and sponges, artificial limbs, eyes and teeth, orthopaedic articles, suture materials
	Canada	ACUTHERM	122808100	24-AUG-2004	TMA648081	18-Aug-2005	Smith & Nephew, Inc. 1450 Brooks Road Memphis TN 38116	Spinal decompression catheters
	Canada	IDET	102882100	15-Sep-1999	TMA588376	10-Sep-2003	Oratec Interventions, Inc. 3700 Haven Court Menlo Park, CA 94025	Medical instruments and apparatus, namely catheters, probes, surgical blades and burrs, surgical instruments for the application of heat to the spine, and in particular, to the intervertebral discs.
	Canada	SPINECATH	100953300	23-Mar-1999	TMA580596	23-Apr-2002	Oratec Interventions, Inc. 3700 Haven Court Menlo Park, CA 94025	Medical devices, namely catheters and probes
	China	IDET	1535432	30-Sep-1999	1535432	7-Mar-2001	Oratec Interventions, Inc.	Class 10: Surgical and veterinary apparatus and instruments (not include electrical ones and medical X-ray equipments) Dental apparatus and instruments Medical electrical equipments, electrotherapy and X-ray equipments
	China	SPINECATH	1442295	23-Mar-1999	1442295	7-Sep-2000	Oratec Interventions, Inc.	Class 10: Surgical and veterinary apparatus and instruments (not include electrical ones and medical X-ray equipments) Dental apparatus and instruments Medical electrical equipments, electrotherapy and X-ray equipments
	CTM (European Community)	ACUTHERM	3995404	24-AUG-2004	3995404	7-Dec-2005	Smith & Nephew, Inc. 1450 Brooks Road Memphis TN 38116	Class 10: Surgical, medical, dental and veterinary apparatus and instruments, spinal decompression catheters, elastic, suspensory and support bandages and stockings, bandages for joints, gloves for medical and surgical use, surgical splints and sponges, artificial limbs, eyes and teeth, orthopaedic articles, suture materials
	CTM (European Community)	ELECTROTHERMAL 808	8853822			2-Feb-2010	Smith & Nephew, Inc. 1450 Brooks Road Memphis TN 38116	Class 10: Radio frequency generators for medical use, catheters, probes
	CTM (European Community)	IDET	1308996	14-Sep-1999	1308386	12-Dec-2001	Oratec Interventions, Inc. 3700 Haven Court Menlo Park, CA 94025	Class 10: Medical instruments and medical apparatus, namely catheters, probes, cutting instruments and heating instruments. Class 42: Medical services, namely arthroscopic, surgical and spinal treatments.
	CTM (European Community)	SPINECATH	1114893	23-Mar-1999	1114893	26-JUL-2000	Oratec Interventions, Inc. 3700 Haven Court Menlo Park, CA 94025	Class 05: Pharmaceutical products Class 10: Medical devices, namely catheters and probes Class 42: Medical services, medical consulting, medical research, medical testing, and health care services.
	Japan	ACUTHERM	2004-078429	25-AUG-2004	4852894	01-APR-2005	Smith & Nephew, Inc. 1450 Brooks Road Memphis TN 38116	Class 10: Medical apparatus
	Japan	IDET	H11-082988	14-Sep-1999	4417533	14-Sep-2000	Oratec Interventions, Inc. Menlo Park, CA	Class 10: Medical apparatus and instruments
	Japan	SPINECATH	H11-024626	23-Mar-1999	4383724	19-May-2000	Oratec Interventions, Inc. Menlo Park, CA	Class 10: Medical apparatus and instruments.
	South Korea	IDET	40-2081-0000524	6-Jan-2001	400830920000	26-Sep-2002	Oratec Interventions, Inc. Menlo Park, CA	Class 10: heating instruments, cutting instruments; probes; catheters
	South Korea	SPINECATH	40-2001-0000529	6-Jan-2001	4005309930000	26-Sep-2002	Oratec Interventions, Inc. Menlo Park, CA	Class 10: Medical devices, catheters and probes.
	Taiwan	IDET	TM-0783-11311 -TW-NF		843236	1-Jun-2001	[Need to confirm Oratec Interventions, Inc.]	Class 10: Medical catheters and probes.
	Taiwan	SPINECATH	TM-1635-11289 -TW-NF		871886	15-Oct-1999	[Need to confirm Oratec Interventions, Inc.]	Class 10: Medical devices, catheters and probes.
	U.S.	ACUTHERM	78472797	24-AUG-2004	3276322	07-AUG-2007	Smith & Nephew, Inc. 1450 Brooks Road Memphis TN 38116	Class 10: Medical device, namely a catheter which utilizes thermal energy for focal decompression of contained herniated disc
	U.S.	ELECTROTHERMAL (Supplemental Register)	75741835	10-Jun-1999	2411541	5-Dec-2000	Oratec Interventions, Inc. 3700 Haven Court Menlo Park, CA 94025	Class 10: Medical instruments and apparatus, namely, catheters, and probes
	U.S.	ELECTROTHERMAL 808	77928641			3-Feb-2010	Smith & Nephew, Inc. 1450 Brooks Road Memphis TN 38116	Class 10: Medical instruments and apparatus, namely, radio frequency generators for medical use, catheters, and probes
	U.S.	SPINECATH (Supplemental Register)	75558713	23-Sep-1998	2398781	24-Oct-2000	Oratec Interventions, Inc. 3700 Haven Court Menlo Park, CA 94025	Class 10: Medical devices, namely catheters and probes

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