

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/20/2010

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ev3 Peripheral, Inc.		12/20/2010	CORPORATION: MINNESOTA

RECEIVING PARTY DATA

Name:	ev3, Inc.
Street Address:	3033 Campus Drive
City:	Plymouth
State/Country:	MINNESOTA
Postal Code:	55441
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	2441480	INTRACOIL
Registration Number:	2618571	INTRASTENT
Registration Number:	2660323	PROTEGE
Registration Number:	2520796	SERENE
Registration Number:	3832940	TURBOHAWK

CORRESPONDENCE DATA

Fax Number: (508)261-6225
 Phone: 508-261-8513
 Email: iplegal@covidien.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Correspondent Name: Elizabeth O'Brien
 Address Line 1: 15 Hampshire Street
 Address Line 2: Covidien

900202489

**TRADEMARK
 REEL: 004625 FRAME: 0957**

CH \$140.00 2441480

Address Line 4: Mansfield, MASSACHUSETTS 02048

NAME OF SUBMITTER:	Elizabeth A. O'Brien
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Signature:	/eao/
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Date:	09/20/2011
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Total Attachments: 4 source=011B_Cert of Ownership_Merger_DE#page1.tif source=011B_Cert of Ownership_Merger_DE#page2.tif source=011B_Cert of Ownership_Merger_DE#page3.tif source=011B_Cert of Ownership_Merger_DE#page4.tif
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CERTIFICATE OF OWNERSHIP AND MERGER

OF

EV3 PERIPHERAL, INC.
(a Minnesota corporation)

WITH AND INTO

EV3 INC.
(a Delaware corporation)

**Pursuant to Section 253 of the General Corporation
Law of the State of Delaware**

ev3 Inc., a Delaware corporation (the "Corporation"), hereby certifies as follows:

FIRST: The Corporation is a corporation incorporated under the laws of the State of Delaware.

SECOND: The Corporation is the owner of all of the issued and outstanding shares of capital stock of ev3 Peripheral, Inc., a corporation incorporated under the laws of the State of Minnesota ("Peripheral").

THIRD: On December 20, 2010, the Board of Directors of the Corporation duly adopted by unanimous written consent the following resolutions to merge Peripheral with and into the Corporation:

RESOLVED, that Peripheral be merged with and into the Corporation (the "Merger"), pursuant to the provisions of Section 253 of the General Corporation Law of the State of Delaware (the "DGCL") and Section 302A.621 of the Minnesota Business Corporation Act (the "MBCA"), and upon the terms and subject to the conditions set forth in the Agreement and Plan of Merger by and between the Corporation and Peripheral (the "Merger Agreement"); and further

RESOLVED, that (i) the form, terms and provisions of the Merger Agreement be, and they hereby are, approved and adopted in all respects, (ii) each of the Corporation and Peripheral is hereby authorized to enter into, and any officer of the Corporation and Peripheral be, and each of them hereby is, authorized and empowered to execute and deliver, in the name and on behalf of the Corporation or Peripheral, as applicable,

the Merger Agreement, with such changes therein as the officer or officers executing the same shall approve as necessary or desirable, such approval to be conclusively established by their execution thereof, and (iii) each of the Corporation and Peripheral be, and it hereby is, authorized and empowered to perform its obligations thereunder and to consummate the transactions contemplated thereby; and further

RESOLVED, that any officer of the Corporation be, and each of them individually hereby is, authorized and empowered in the name and on behalf of the Corporation, to execute, deliver, acknowledge, file and/or record, a Certificate of Ownership and Merger effecting the Merger (the "Certificate of Ownership and Merger"), and to cause the same to be filed with the Secretary of State of the State of Delaware and to cause a certified copy of such Certificate of Ownership and Merger to be recorded in the office of the Recorder of Deeds of New Castle County, Delaware, all in accordance with Sections 103 and 253 of the DGCL, and to do all further acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect the Merger; and further

RESOLVED, that any officer of the Corporation be, and each of them individually hereby is, authorized and empowered in the name and on behalf of the Corporation, to execute, deliver, acknowledge, file and/or record, Articles of Merger effecting the Merger (the "Articles of Merger") and the Merger Agreement, and to cause the same to be filed with the Secretary of State of the State of Minnesota, all in accordance with Section 302A.621 of the MBCA, and to do all further acts and things whatsoever, whether within or without the State of Minnesota, which may be in any way necessary or proper to effect the Merger; and further

RESOLVED, that at the Effective Time (as defined below), (i) the separate existence of Peripheral shall cease and the Corporation shall continue its existence as the surviving corporation of the Merger (the "Surviving Corporation") pursuant to provisions of the DGCL and the MBCA, (ii) each issued and outstanding share of Peripheral shall be cancelled and shall cease to exist and no consideration shall be delivered in exchange therefore, and (iii) the Merger shall have the effects set forth in Section 259 of the DGCL and Section 302A.641 of the MBCA; and further

RESOLVED, that the Merger shall be effective as of the date and time of filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware and the Articles of Merger with the Secretary of State of the State of Minnesota or such later date and time as shall be specified therein (such date and time of effectiveness, the "Effective Time"); and further

RESOLVED, that the appropriate officers of the Corporation be, and they hereby are, and each of them with full authority to act without the others hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to take or cause to be taken all such further actions and to prepare, execute, file and/or deliver or cause to be delivered all such further certificates, instruments, agreements and other documents, in the name and on behalf of the Corporation, and to incur and to pay all such fees and expenses as such officers, or any one of them, shall in their or his judgment determine to be necessary, proper or advisable in order to carry out fully the intent and to accomplish the purposes of the foregoing resolutions; the execution, filing and/or delivery thereof by such officers or officer or the doing by them or any one of them of any act in furtherance of the foregoing matters to conclusively, but not exclusively, establish their or his authority therefor from the Corporation and the approval and ratification by the Corporation of the certificates, instruments, agreements and documents so executed, filed and/or delivered and the action so taken; and further

RESOLVED, that all lawful acts by any officer of the Corporation and any person or persons designated and authorized by any such officer to act on behalf of the Corporation, which acts would have been authorized by the foregoing resolutions, except that such acts were taken prior to the adoption of such resolutions, be, and the same hereby are, jointly and severally, authorized, approved, adopted, confirmed and ratified in all respects as the lawful and authorized acts of the Corporation.


FOURTH: The name of the Surviving Corporation is ev3 Inc.

FIFTH: Pursuant to Section 103(d) of the General Corporation Law of the State of Delaware, this Certificate of Merger shall be effective at 9:01 a.m. on the 20th day of December, 2010.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by its duly authorized officer in its corporate name this 20th day of December, 2010.

EV3 INC.

By: 
Name: Matthew J. Nicolella
Title: Vice President and Assistant Secretary

[Signature Page to Peripheral Certificate of Merger]

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RECORDED: 09/20/2011

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