

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ARAGON SURGICAL, INC.		09/21/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	AESCALAP AG
Street Address:	Am Aesculap-Plaza
City:	Tuttlingen
State/Country:	GERMANY
Postal Code:	78532
Entity Type:	CORPORATION: GERMANY

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	3393244	ARAGON SURGICAL
Registration Number:	3890813	CAIMAN
Registration Number:	3412324	LAPCAP
Registration Number:	3819374	LEKTRAFUSE
Registration Number:	3819490	

CORRESPONDENCE DATA

Fax Number: (302)778-2600
 Phone: (302) 778-2500
 Email: tmde@ratnerprestia.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Correspondent Name: RatnerPrestia
 Address Line 1: 1007 Orange Street, Suite 1100
 Address Line 2: P.O. Box 1596
 Address Line 4: Wilmington, DELAWARE 19899

OP \$140.00 3393244

DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:	John W. McGlynn
Signature:	/jwm/
Date:	10/07/2011

Total Attachments: 8

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TRADEMARK ASSIGNMENT

WHEREAS, ARAGON SURGICAL, INC., a Delaware corporation (hereinafter referred to as the "ASSIGNOR"), having an office and place of business at 1810 Embarcadero Road, Suite B, Palo Alto, California, U.S.A., has adopted and is using in its business trademarks, service marks and trade names, including those identified in Schedule A annexed hereto (hereinafter referred to as the "MARKS"); and

WHEREAS, AESCULAP AG, a German corporate entity (hereinafter referred to as the "ASSIGNEE"), having an office and place of business at Am Aesculap-Platz, 78532 Tuttlingen, Germany, is desirous of acquiring said MARKS, any and all registrations thereof, and the good will of the business appurtenant thereto;

WHEREAS, pursuant to the Asset Purchase Agreement between ASSIGNOR and ASSIGNEE dated the date hereof, ASSIGNEE is purchasing substantially all of the assets of ASSIGNOR associated with the business in connection with which the MARKS are used;

NOW, THEREFORE, for and in consideration of the above and other good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR does hereby assign unto said ASSIGNEE the entire right, title and interest in and to the MARKS and the registrations together with the good will of the business appurtenant to and symbolized by said MARKS and the registrations thereof.

AND, ASSIGNOR hereby covenants that it has the full right to convey the entire interest in the MARKS herein assigned, and that it has not executed and will not execute any agreement in conflict herewith, and ASSIGNOR further covenants and agrees that it will, each time a reasonable request is made and without undue delay, execute and deliver all such papers as may be reasonably necessary to perfect the title to said MARKS by said ASSIGNEE,

AND, ASSIGNOR and ASSIGNEE agree that this Trademark Assignment may be executed in two or more counterparts, each of which shall be deemed to be an original of this Trademark Assignment and all of which, when taken together, will be deemed to constitute one and the same agreement. ASSIGNOR and ASSIGNEE may deliver an executed copy hereof by facsimile transmission to the other party hereto and any such delivery shall have the same force and effect as any other delivery of a manually signed copy of this Trademark Assignment.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, this Trademark Assignment has been executed this 21 day
of September, 2011.

ASSIGNOR:

ARAGON SURGICAL, INC.

By Roseanne Varner

Name: Roseanne Varner

Title: President and Chief Executive Officer

Attest Alan Cremers

Name: Alan Cremers

Title: Chief Financial Officer

Signature Page to Trademark Assignment

TRADEMARK
REEL: 004637 FRAME: 0805

ALL-PURPOSE ACKNOWLEDGMENT FOR CALIFORNIA

STATE OF CALIFORNIA)
)
COUNTY OF SANTA CLARA) ss.

On September 21, 2011, before me, Nina S. Kramer, Notary Public
Date Here Insert Name And Title Of Officer

personally appeared Roseanne Varner

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing is true and correct.

WITNESS my hand and official seal.



Place Notary Seal Above

Signature Nina S. Kramer
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Trademark Assignment

Document Date: _____ Number of Pages: _____

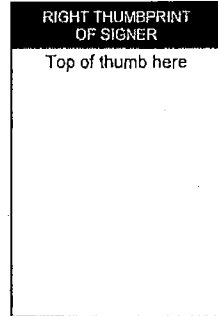
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer - Title(s): _____
- Partner - Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is representing: _____



ALL-PURPOSE ACKNOWLEDGMENT FOR CALIFORNIA

STATE OF CALIFORNIA)
)
COUNTY OF SANTA CLARA) ss.

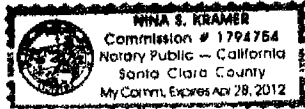
On September 21, 2011, before me, Nina S. Kramer, Notary Public
Date Here Insert Name And Title Of Officer

personally appeared Alan Cremers
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/~~she~~/they executed the same in his/~~her~~/their authorized capacity(ies), and that by his/~~her~~/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

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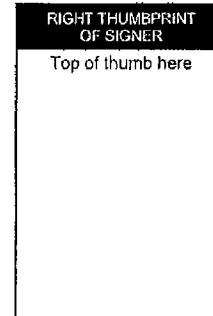
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer – Title(s): _____
- Partner – Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is representing: _____



IN WITNESS WHEREOF, this Trademark Assignment has been executed this
19th day of September, 2011.

ASSIGNEE:

AESCULAB AG

By 

Name: Prof. Dr. med. Hanns-Peter Knaebel, MBA

Title: Chairman of the Board

By 

Name: Dr. Harald Stallforth

Title: Member of the Board
Research and Development

COUNTRY OF GERMANY

:

: SS

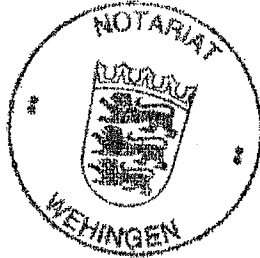
DISTRICT OF TUTTLINGEN

:

On this 19th day of September, 2011, before me, a notary public, the undersigned officer, personally appeared Prof. Dr. med. Hanns-Peter Knaebel, who acknowledged himself or herself to be a Chairman of the Board of AESCULAP AG, a German corporate entity, and that he or she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such officer.



Notary Public



My Commission Expires: August 18, 2038

Notariat Wehingen
Notarin Astrid Harant-Strecker
Gosheimer Str. 14-18
78564 Wehingen
Tel. 0 74 26 / 94 00 90
Fax 0 74 26 / 9 40 09 15
WR 924 / 2011

COUNTRY OF GERMANY

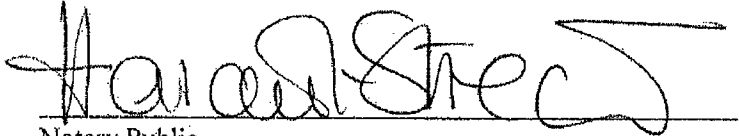
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: SS

DISTRICT OF TUTTLINGEN

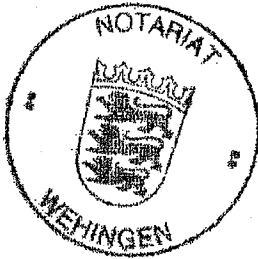
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On this 19th day of September, 2011, before me, a notary public, the undersigned officer, personally appeared Dr. Harald Stallforth, who acknowledged himself or herself to be a Member of the Board of AESCULAP AG, a German corporate entity, and that he or she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such officer.



Notary Public

My Commission Expires: August 18, 2038



Notariat Wehingen
Notarin Astrid Harant-Strecker

Goetheimer Str. 14-18

78564 Wehingen

Tel. 0 74 26 / 94 00 90

Fax 0 74 26 / 9 40 09 15

0924/2011

SCHEDULE A

Aragon U.S. Trademarks

<u>Mark</u>	<u>Serial No.</u>	<u>Reg. No.</u>	<u>Filed</u>	<u>Registration Date</u>	<u>Status</u>
ARAGON SURGICAL	78838984	3393244	3/16/2006	3/4/2008	Registered
CAIMAN	77723449	3890813	4/27/2009	12/14/2010	Registered
LAPCAP	77084128	3412324	1/16/2007	4/15/2008	Registered
LEKTRAFUSE	77697265	3819374	3/23/2009	7/13/2010	Registered
LEKTRAFUSE LOGO	77721121	3819490	4/23/2009	7/13/2010	Registered