

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
CorMatrix Holdings, Inc.		06/11/2012	CORPORATION: GEORGIA
RECEIVING PARTY DATA			
Name:	CorMatrix Cardiovascular, Inc.		
Street Address:	286 S. Main Street		
Internal Address:	Suite 200		
City:	Alpharetta		
State/Country:	GEORGIA		
Postal Code:	30009		
Entity Type:	CORPORATION: GEORGIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3145813	CORMATRIX	
CORRESPONDENCE DATA			
Fax Number:	9122574864		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	912.257.4864		
Email:	csullivan@jmi-iplaw.com		
Correspondent Name:	Robert E. Richards		
Address Line 1:	317A E. Liberty St.		
Address Line 2:	Johnson, Marcou & Isaacs, LLC		
Address Line 4:	Savannah, GEORGIA 31401		
ATTORNEY DOCKET NUMBER:	COR-8001		
NAME OF SUBMITTER:	Colleen Sullivan		
Signature:	/Colleen Sullivan/		

TRADEMARK

Date:

06/15/2012

Total Attachments: 2

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TRADEMARK ASSIGNMENT AGREEMENT

This TRADEMARK ASSIGNMENT AGREEMENT (this "Agreement") is entered into by and between CorMatrix Holdings, Inc., a Georgia corporation, having a place of business at 286 S. Main Street, Suite 200, Alpharetta, Georgia 30009 (the "Assignor"), and CorMatrix Cardiovascular, Inc., a Georgia corporation, having a place of business at 286 S. Main Street, Suite 200, Alpharetta, Georgia 30009 (the "Assignee") on this 11th day of June, 2012.

WITNESSETH:

WHEREAS, the Assignor has adopted, used, and is using and is the owner of the trademark CORMATRIX (the "Mark") and of U.S. Trademark Registration No. 3,145,813 for the trademark CORMATRIX in International Class 005 for "Biological tissue grafts derived from extracellular matrices intended for subsequent cardiovascular implantation" (the "Registration");

WHEREAS, the Assignee is desirous of acquiring the Mark, the Registration thereof and the goodwill associated therewith; and

WHEREAS, the Assignor is willing to assign to the Assignee the Mark, the Registration thereof and the goodwill associated therewith.

NOW, THEREFORE, in consideration Ten Dollars (\$10.00), and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

The Assignor hereby sells, assigns, transfers and conveys to the Assignee, and its successors and assigns, all of the Assignor's right, title and interest in, to and under the Mark and the Registration thereof, together with the goodwill of the business symbolized by the Mark and the Registration of the Mark, and the Assignee hereby accepts, all of the Assignor's right, title and interest in, to and under the Mark, together with the goodwill of the business symbolized by the Mark and the Registration of the Mark, including any foreign counterparts, and the right to recover any damages for past infringement, if any, whether arising prior to or subsequent to the date of this Agreement with the right to sue for, and collect the same, and any and all renewals and extensions thereof that may hereafter be secured under the laws now or hereafter in effect in the United States, and in any other jurisdiction, in each case, (i) free and clear of all encumbrances and (ii) for the Assignee's own use and benefit and for the use and benefit of its

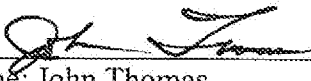
successors and assigns, as fully and entirely as the same would have been held and enjoyed by the Assignor had this Agreement not been made.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of the date written above.

THE ASSIGNOR:
CORMATRIX HOLDINGS, INC.

By: 
Name: David Camp
Title: Chief Executive Officer

THE ASSIGNEE:
CORMATRIX CARDIOVASCULAR, INC.

By: 
Name: John Thomas
Title: Chief Financial Officer/Secretary