

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SynCardia Systems, Inc.		03/05/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Athyrium Opportunities Fund (A) LP, as Administrative Agent		
Street Address:	126 East 56th Street		
Internal Address:	Floor 4		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3861417	FREEDOM	
CORRESPONDENCE DATA			
Fax Number:	9192868199		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	9192868118		
Email:	pto_tmconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	036251-006 JES		
NAME OF SUBMITTER:	John E. Slaughter		
Signature:	/John E. Slaughter/		

TRADEMARK

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OP \$40.00 3861417

Date:

03/06/2013

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of March 5, 2013 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each a "Grantor" and collectively, the "Grantors") and Athyrium Opportunities Fund (A) LP, as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks, trademark licenses and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks, trademark licenses and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark, trademark license or trademark application.

Very truly yours,

SYNCARDIA SYSTEMS, INC.

By: 

Name: Michael Garippa

Title: Chairman, CEO, & President

SYNCARDIA SYSTEMS, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
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Acknowledged and Accepted:

ATHYRIUM OPPORTUNITIES FUND (A) LP,
a Delaware limited partnership, as Administrative Agent

By: ATHYRIUM OPPORTUNITIES
ASSOCIATES LP, its General Partner

By: ATHYRIUM OPPORTUNITIES
ASSOCIATES GP LLC, the General
Partner of Athyrium Opportunities
Associates LP

By: _____
Name: JEFFREY A. FERRELL
Title: PRESIDENT

SYNCARDIA SYSTEMS, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 004975 FRAME: 0828

Schedule 1

U.S. Trademark

Registered Mark

Mark	Reg. No.	Reg. Date
FREEDOM	3861417	10/12/10