

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/27/2013		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Lumend, Inc.		12/27/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Cordis Corporation		
Street Address:	6500 Paseo Padre Parkway		
City:	Fremont		
State/Country:	CALIFORNIA		
Postal Code:	94555		
Entity Type:	CORPORATION: FLORIDA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3326378	LTD	
Registration Number:	2358527	OUTBACK	
Registration Number:	2378118	FRONTRUNNER	
Registration Number:	3459323	CREATING PATHWAYS TO FOLLOW	
CORRESPONDENCE DATA			
Fax Number:	7325246341		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	7325242889		
Email:	tmus@its.jnj.com		
Correspondent Name:	Cheryl L. Foytlin		
Address Line 1:	One Johnson & Johnson Plaza		
Address Line 4:	New Brunswick, NEW JERSEY 08933		
NAME OF SUBMITTER:	Cheryl L. Foytlin		

CH \$115.00 3326378

TRADEMARK

Signature:	/clfnj/
Date:	03/03/2014
Total Attachments: 6 source=2013 1227 Ensure, LuMend, TERAMed, Nitinol merge into Cordis Corporation#page1.tif source=2013 1227 Ensure, LuMend, TERAMed, Nitinol merge into Cordis Corporation#page2.tif source=2013 1227 Ensure, LuMend, TERAMed, Nitinol merge into Cordis Corporation#page3.tif source=2013 1227 Ensure, LuMend, TERAMed, Nitinol merge into Cordis Corporation#page4.tif source=2013 1227 Ensure, LuMend, TERAMed, Nitinol merge into Cordis Corporation#page5.tif source=2013 1227 Ensure, LuMend, TERAMed, Nitinol merge into Cordis Corporation#page6.tif	

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ENSURE MEDICAL, INC.", A DELAWARE CORPORATION,

"LUMEND, INC.", A DELAWARE CORPORATION,

"NITINOL DEVELOPMENT CORPORATION", A CALIFORNIA CORPORATION,

"TERAMED CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "CORDIS CORPORATION" UNDER THE NAME OF "CORDIS CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF FLORIDA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2013, AT 1 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2013.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1021198

DATE: 12-30-13

TRADEMARK
REEL: 005228 FRAME: 0540

Lumend, Inc.	DE	2648227
Teramed Corporation	DE	2345994

CERTIFICATE OF OWNERSHIP

MERGING

**ENSURE MEDICAL, INC., LUMEND, INC., TERAMED CORPORATION and
NITINOL DEVELOPMENT CORPORATION**

INTO

CORDIS CORPORATION

* * * * *

Cordis Corporation, a corporation incorporated on the 7th day of May, 1959, pursuant to the provisions of the Business Corporation Act of the State of Florida, the provisions of which permit the merger of a corporation of another state into a corporation organized and existing under the laws of said state.

DOES HEREBY CERTIFY:

FIRST: The name and state of organization of each of the constituent companies to the merger (the "Targets") are as follows:

<u>Company</u>	<u>Incorporated</u>	<u>Jurisdiction</u>
Ensure Medical, Inc.	January 25, 2002	Delaware
LuMend, Inc.	August 5, 1996	Delaware
TERAMed Corporation	August 2, 1993	Delaware
Nitinol Development Corporation	July 29, 2013	California

SECOND: That it owns 100% of the outstanding shares of the capital stock of Cordis Corporation (the "Company" or the "Surviving Company").

THIRD: That the Board of Directors of the Company duly adopted, and filed with the minutes of the Board, the following resolutions by unanimous written consent on December 10, 2013):

RESOLVED, that Ensure Medical, Inc., LuMend, Inc., TERAMed corporation and Nitinol Development Corporation (the "Targets") hereby merge into Cordis Corporation, which corporation assumes all of the obligations of the Targets; and

FURTHER RESOLVED, that the terms and conditions of the merger are as follows:

(a) At the Effective Time, all the property, rights, privileges, powers, and franchises of the Company and the Targets shall vest in the Surviving Company,

and all debts, liabilities, and duties of the Company and the Targets shall become the debts, liabilities, and duties of the Surviving Company.

(b) At the Effective Time, by virtue of the Merger and without any action on the part of the Company or the Targets, the capital stock of the Targets issued and outstanding immediately prior to the Effective Time shall be canceled and cease to exist without any consideration being payable therefore.

(c) At the Effective Time, the Certificate of Incorporation of the Company, as in effect immediately prior to the Effective Time, shall be the Certificate of Incorporation of the Surviving Company until thereafter amended as provided by law and such Certificate of Incorporation of the Surviving Company.

(e) At the Effective Time, the Bylaws of the Company, as in effect immediately prior to the Effective Time, shall be the ByLaws Certificate of Incorporation of the Surviving Company until thereafter amended.

(f) At the Effective Time, the directors and officers of the Company shall continue in office until the next annual meeting of shareholders and until their successors shall have been elected and qualified.

(g) The effective date of this merger shall be December 27, 2013.

; and

FURTHER RESOLVED, that the proper officers of Cordis Corporation be and they hereby are directed to make and execute this Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Targets and assume their liabilities and obligations, and the date of adoption thereto, and to cause the same to be filed with the Secretary of State of Delaware and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any wise necessary or proper to effect said merger.

THIRD: That an Agreement and Plan of Merger, dated as of the date hereof, effective as of the Effective Time, (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the Targets, by unanimous written consent in lieu of a meeting.

FOURTH: The Articles of Incorporation of the Company shall be the Articles of Incorporation of the Surviving Company.

FIFTH: The executed Merger Agreement is on file at the office of the Surviving Company, located at 6500 Paseo Padre Parkway, Fremont, CA 94555.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Company, on request and without cost, to any stockholder of either Constituent Company.


SEVENTH: The Surviving Company agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Ensure Medical, Inc., LuMend, Inc. and TERAMed Corporation, as well as for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation Law, and irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is Attn: Litigation Group, Johnson & Johnson, One Johnson & Johnson Plaza, New Brunswick, New Jersey 08933.

EIGHTH: This Certificate of Merger, and the merger provided for herein, shall become effective on **December 27, 2013** (the "Effective Time").

NINTH: That anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of the Company or the Targets at any time prior to the time that this merger filed with the Secretary of State becomes effective.

(signature page follows)

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this Certificate to be signed by an authorized officer this 10th day of December, 2013.

By: 
Matthew Orlando, Secretary

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