

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM300205

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| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Allergan, Inc. | | 12/02/2013 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Apollo Endosurgery, Inc. | | |
| Street Address: | 1120 South Capitol of Texas Highway | | |
| Internal Address: | Building One, Suite 300 | | |
| City: | Austin | | |
| State/Country: | TEXAS | | |
| Postal Code: | 78746 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3424019 | OMNIFORM | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 5125364598 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | 5124745201 | | |
| Email: | aoipdocket@nortonrosefulbright.com | | |
| Correspondent Name: | Alicia Morris Groos | | |
| Address Line 1: | 98 San Jacinto Boulevard, Suite 1100 | | |
| Address Line 4: | Austin, TEXAS 78701 | | |
| ATTORNEY DOCKET NUMBER: | APOL.T0058US.AP1 | | |
| NAME OF SUBMITTER: | Alicia Morris Groos | | |
| SIGNATURE: | /Alicia Morris Groos/ | | |
| DATE SIGNED: | 04/03/2014 | | |
| Total Attachments: 1 | | | |
| source=OMNIFORM Executed Trademark Assignment 4.2.14#page1.tif | | | |

OP \$40.00 3424019

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("the Assignment") is effective as of December 2, 2013 (the "Effective Date") and is by Allergan, Inc., a Delaware corporation having a business address of 2525 Dupont Drive, Irvine, California USA 92612, ("ASSIGNOR"), to Apollo Endosurgery, Inc., a Delaware corporation having a business address of 1120 South Capitol of Texas Highway, Building One, Suite 300, Austin, Texas USA 78746 ("ASSIGNEE").

WHEREAS, ASSIGNOR wishes to assign to ASSIGNEE United States trademark registration number 3,424,019 for the mark OMNIFORM (the "Trademark"), and ASSIGNEE wishes to receive an assignment of the Trademark from ASSIGNOR.

NOW THEREFORE, for good and adequate consideration the receipt of which is acknowledged, ASSIGNOR hereby assigns, sells and transfers to ASSIGNEE all rights, title and interest in and to the Trademark, together with the goodwill associated with the Trademark, and any and all counterparts worldwide for the Trademark.

ASSIGNOR agrees that if requested by ASSIGNEE, without charge to ASSIGNOR but at the cost and expense of ASSIGNEE, ASSIGNOR will perform any reasonable action which may be necessary to secure and to vest in ASSIGNEE the full and entire right, title and interest in, to and under the Trademark, including promptly communicating and providing any and all known and accessible facts, data or any other pertinent information thereof and promptly executing and delivering any and all papers, documents, forms, declarations, oaths, affidavits and other legal instruments.

ASSIGNOR authorizes the Commissioner of Trademarks of the United States and other empowered officials of the United States Patent and Trademark Office and in any applicable jurisdictions outside the United States to record the transfer of the registration and/or application for registration encompassed by the Trademark to ASSIGNEE as assignee of ASSIGNOR'S entire right, title and interest therein.

IN TESTIMONY WHEREOF, I sign below this 2 day of April, 2014, as duly authorized representative of ASSIGNOR.

ALLERGAN, INC.

Debra D. Condino
By: Debra D. Condino
Vice President, Chief Intellectual Property
Counsel, and Assistant Secretary

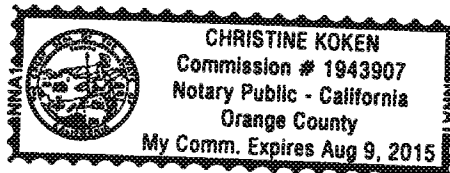
State of CALIFORNIA }
County of ORANGE } ss:

On April 2, 2014 before me, Christine Koken, Notary Public, personally appeared Debra D. Condino, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

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

WITNESS my hand and official seal.

Christine Koken
Notary Public



TRADEMARK