

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM305251

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/01/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Gyrus ENT, L.L.C.		04/01/2014	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Gyrus ACMI, Inc.		
Doing Business As:	Olympus Surgical Technologies America		
Street Address:	136 Turnpike Road		
City:	Southborough		
State/Country:	MASSACHUSETTS		
Postal Code:	01772		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2853669	CHART-STIK	
CORRESPONDENCE DATA			
Fax Number:	2124255288		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(212) 425-7200		
Email:	tmdocketny@kenyon.com		
Correspondent Name:	James E. Rosini, Esq.		
Address Line 1:	One Broadway		
Address Line 4:	New York, NEW YORK 10004		
ATTORNEY DOCKET NUMBER:	14796/1		
NAME OF SUBMITTER:	James E. Rosini, Esq.		
SIGNATURE:	/James E. Rosini/		
DATE SIGNED:	05/21/2014		
Total Attachments: 4			
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Delaware

PAGE 1

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 MERGER, WHICH MERGES:

"GYRUS ENT, L.L.C.", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "GYRUS ACMI, INC." UNDER THE NAME OF "GYRUS ACMI, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF APRIL, A.D. 2014, AT 10:26 O'CLOCK A.M.

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

2124326 8100M

140410644




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1257701

DATE: 04-01-14

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

TRADEMARK
REEL: 005284 FRAME: 0640

STATE OF DELAWARE

CERTIFICATE OF MERGER

OF

**GYRUS ENT, L.L.C.,
a Delaware limited liability company**

WITH AND INTO

**GYRUS ACMI, INC.,
a Delaware corporation**

Pursuant to Section 264 of the Delaware General Corporation Law (the "DGCL") and Section 18-209 of the Delaware Limited Liability Company Act (the "DLLCA"), the undersigned corporation DOES HEREBY CERTIFY THAT:

FIRST: The name and state of incorporation or formation of each of the constituent entities to the Merger (the "Constituent Entities") is as follows:

<u>Name</u>	<u>State of Incorporation or Formation</u>
Gyrus ACMI, Inc.	Delaware
Gyrus ENT, L.L.C.	Delaware

SECOND: An Agreement and Plan of Merger, dated as of April 1, 2014 (the "Merger Agreement"), by and between Gyrus ACMI, Inc., a Delaware corporation (the "Company") and Gyrus ENT, L.L.C., a Delaware limited liability company ("GENT"), in which GENT will merge with and into the Company (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with Section 264(c) of the DGCL and Section 18-209(c) of the DLLCA.

THIRD: The Company shall be the surviving corporation of the Merger. The name of the surviving corporation is "Gyrus ACMI, Inc."

FOURTH: The certificate of incorporation of the Company in effect immediately prior to the Merger shall be the certificate of incorporation of the surviving corporation, until thereafter changed or amended as provided therein or by applicable law.

FIFTH: The Merger shall become effective on the date this Certificate of Merger is duly filed with the Secretary of State of the State of Delaware.

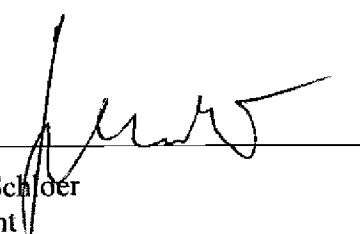
SIXTH: An executed copy of the Merger Agreement is on file at the office of the surviving corporation located at 136 Turnpike Road, Southborough, MA 01772.

SEVENTH: A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder or member of either of the Constituent Entities, as applicable.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be executed by its duly authorized officer as of this 1st day of April, 2014.

GYRUS ACMI, INC.,
a Delaware corporation

By: _____


Georg Schjoer
President