

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM317536

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/14/2011		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Apple Medical Corp.		04/14/2011	CORPORATION: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	CooperSurgical Merger Corp.		
Street Address:	95 Corporate Drive		
City:	Trumbull		
State/Country:	CONNECTICUT		
Postal Code:	06611		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2895358	MOBIUS	
CORRESPONDENCE DATA			
Fax Number:	4158823232		
<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:	415-882-3200		
Email:	tmparalegal2@owe.com		
Correspondent Name:	Owen, Wickersham & Erickson, P.C.		
Address Line 1:	455 Market Street, Suite 1910		
Address Line 4:	San Francisco, CALIFORNIA 94105		
ATTORNEY DOCKET NUMBER:	COOPS 90001		
NAME OF SUBMITTER:	Gregory N. Owen		
SIGNATURE:	/Gregory N. Owen/		
DATE SIGNED:	09/19/2014		
Total Attachments: 5			
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TRADEMARK

COMMONWEALTH OF MASSACHUSETTS

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

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Articles of Merger
Involving Domestic Entities
(General Laws Chapter 156D, Section 11.06; 950 CMR 113.36)

I hereby certify that upon examination of these articles of merger, duly submitted to me, it appears that the provisions of the General Laws relative thereto have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$250 having been paid, said articles are deemed to have been filed with me this 14 day of April 20 11 at 3:35 p.m.

1141638

Effective date: April 14 2011
(must be within 90 days of date submitted)

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

Filing fee: Minimum \$250

MP

Examiner
BB

Name approval

TO BE FILLED IN BY CORPORATION
Contact Information:

C

#A.R.

David Karabell, Esq., Carter Ledvard & Milburn LLP

2 Wall Street

New York, NY 10005

Telephone: 212-732-3200

Email: karabell@clm.com

Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor.
If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.

SECRET
COMMONWEALTH OF MASSACHUSETTS
2011 APR 14 PM 3:35
REGISTRATION DIVISION

D
PC

The Commonwealth of Massachusetts
William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

Articles of Merger
Involving Domestic Entities
(General Laws Chapter 156D, Section 11.06; 950 CMR 113.36)

FORM MUST BE TYPED

(1) Exact name of each domestic corporation or other entity involved in the merger:

S Apple Medical Corporation 043 0441646 3-22-89
M CooperSurgical Merger Corp. 001050102 4-4-11

(2) Exact name of the surviving entity: Apple Medical Corporation

(3) The merger shall be effective at the time and on the date approved by the Division, unless a later effective date not more than 90 days from the date and time of filing is specified: _____

(check appropriate box)

(4) The plan of merger was duly approved by the shareholders, and where required, by each separate voting group as provided by G.L. Chapter 156D and the articles of organization.

OR

The plan of merger did not require the approval of the shareholders.

(5) Participation of each other entity was duly authorized by the law under which the other entity is organized or by which it is governed and by its articles of organization or other organizational documents.

(6) Attach any amendment to articles of organization of the surviving entity, where the survivor is a domestic business corporation.
See attachment sheet

(7) Attach the articles of organization of the surviving entity where the survivor is a NEW domestic business corporation, including all the supplemental information required by 950 CMR 113.16.

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PC

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TRADEMARK
REEL: 005366 FRAME: 0139

Apple Medical Corporation

Signed by: Cynthia F. Schaefer
Cynthia Schaefer *(signature of authorized individual)*

- Chairman of the board of directors,
- President,
- Other officer,
- Court-appointed fiduciary.

on this 14th day of April, 2011

Signed by: _____
(signature of authorized individual)

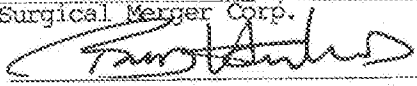
- Chairman of the board of directors,
- President,
- Other officer,
- Court-appointed fiduciary.

on this _____ day of _____

Signed by: _____
(signature of authorized individual)

- Chairman of the board of directors.
- President.
- Other officer.
- Court-appointed fiduciary.

on this _____ day of April, 2011
CooperSurgical Merger Corp.

Signed by: 
(signature of authorized individual)

- Chairman of the board of directors.
- President.
- Other officer.
- Court-appointed fiduciary.

on this 14th day of April, 2011

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

Attachment Sheet

The Articles of Organization of the Surviving Entity are amended as follows:

Article VI is amended and restated in its entirety as follows:

1. Personal liability of directors to corporation. No director shall have personal liability to the corporation for monetary damages for breach of his or her fiduciary duty as a director notwithstanding any provision of law imposing such liability, provided that this provision shall not eliminate or limit the liability of a director (a) for any breach of the director's duty of loyalty to the corporation or its shareholders, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) for improper distributions under Section 5.40 of Chapter 156D of the General Laws of Massachusetts, or (d) for any transaction from which the director derived an improper personal benefit.
2. Shareholder action without a meeting by less than unanimous consent. Action required or permitted by Chapter 156D of the General Laws of Massachusetts to be taken at a shareholders' meeting may be taken without a meeting by shareholders having not less than the minimum number of votes necessary to take the action at a meeting at which all shareholders entitled to vote on the action are present and voting, and the notice requirements of Section 7.04(d) have been complied with.
3. Authorization of directors to make, amend or repeal bylaws. The board of directors may make, amend or repeal the By-laws in whole or in part, except with respect to any provision thereof which by virtue of an express provision in Chapter 156D of the General Laws of Massachusetts, the Articles of Organization or the By-laws requires action by the shareholders.
4. Indemnification. The corporation may provide, either in the corporation's By-Laws or by contract, for the indemnification of directors, officers, employees and agents, by whomever elected or appointed, to the full extent presently permitted by law; provided, however, that if applicable law is hereafter modified to permit indemnification in situations where it was not theretofore permitted, then such indemnification may be permitted to the full extent permitted by such law as amended.