

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM328212

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cardiogenesis Corporation		12/31/2014	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Cryolife, Inc.		
Street Address:	1655 Roberts Blvd. NW		
City:	Kennesaw		
State/Country:	GEORGIA		
Postal Code:	30144		
Entity Type:	CORPORATION: FLORIDA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2114813	SOLOGRIP	
Registration Number:	2099712	CARDIOGENESIS	
CORRESPONDENCE DATA			
Fax Number:	4048538806		
<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:	404-853-8395		
Email:	julie.murphy@sutherland.com		
Correspondent Name:	Sutherland Asbill & Brennan LLP		
Address Line 1:	999 Peachtree Street NE		
Address Line 4:	Atlanta, GEORGIA 30309-3996		
ATTORNEY DOCKET NUMBER:	29026-0318		
NAME OF SUBMITTER:	James H. Johnson, Jr.		
SIGNATURE:	/James H. Johnson, Jr./		
DATE SIGNED:	01/07/2015		
Total Attachments: 5			
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State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on December 2, 2014 effective December 31, 2014, for CRYOLIFE, INC., the surviving Florida entity, as shown by the records of this office.

The document number of this entity is G79500.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Third day of December, 2014



CR2EO22 (1-11)

Ken Retzner

Ken Retzner
Secretary of State

12-31-14

ARTICLES OF MERGER
OF
CARDIOGENESIS CORPORATION
WITH AND INTO
CRYOLIFE, INC.

FILED

2014 DEC -2 PM 4:39

CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

The following articles of merger are submitted in accordance with Sections 607.1104 and 607.1109 of the Florida Business Corporation Act (the "Act").

ONE

The name and jurisdiction of the surviving corporation (the "Surviving Corporation") is:

<u>Name</u>	<u>Jurisdiction</u>
CryoLife, Inc.	Florida

TWO

The name and jurisdiction of the merging corporation (the "Merging Corporation") is:

<u>Name</u>	<u>Jurisdiction</u>
Cardiogenesis Corporation	Florida

THREE

The Agreement and Plan of Merger entered into by and between the Surviving Corporation and the Merging Corporation is attached hereto as Exhibit "A" (the "Plan of Merger").

FOUR

The merger shall become effective at 11:58 p.m. on December 31, 2014.

FIVE

The Plan of Merger was approved and adopted by the board of directors of the Surviving Corporation, in accordance with the applicable provisions of the Act in effect as of November 7, 2014. Pursuant to Section 607.1104 of the Act, approval of the Plan of Merger by the shareholders of the Surviving Corporation is not required.

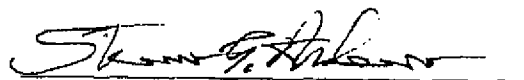
SIX

The Plan of Merger was approved and adopted by the board of directors of the Merging Corporation, in accordance with the applicable provisions of the Act in effect as of November 7, 2014. Pursuant to Section 607.1104 of the Act, approval of the Plan of Merger by the shareholders of the Merging Corporation is not required.

(Signatures on following page)

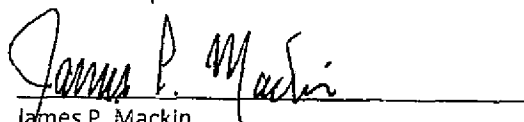
IN WITNESS WHEREOF, these Articles of Merger are hereby executed and adopted by each of the undersigned by its duly authorized representative as of the 7th day of November, 2014. These Articles of Merger may be executed in counterparts which, when taken together, shall constitute the original hereof.

CARDIOGENESIS CORPORATION
a Florida corporation



Steven G. Anderson
Chief Executive Officer

CRYOLIFE, INC.
a Florida corporation



James P. Mackin
President and Chief Executive Officer

AGREEMENT AND PLAN OF MERGER
OF
CARDIOGENESIS CORPORATION
WITH AND INTO
CRYOLIFE, INC.

This AGREEMENT AND PLAN OF MERGER (this "Agreement"), dated the 7th day of November, 2014, is made and entered into by and between CARDIOGENESIS CORPORATION, a Florida corporation, and CRYOLIFE, INC., a Florida corporation.

WITNESSETH:

WHEREAS, the parties hereto have determined that it would be in the best interest of Cardiogenesis Corporation and CryoLife, Inc. for Cardiogenesis Corporation to be merged with and into CryoLife, Inc.

NOW, THEREFORE, in consideration of the foregoing premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties do hereby agree as follows:

I. NAME OF EACH ENTITY

The names of the parties planning to merge are Cardiogenesis Corporation, a Florida corporation, and CryoLife, Inc., a Florida corporation.

II. MERGER

Cardiogenesis Corporation and CryoLife, Inc. shall, pursuant to the provisions of the Florida Business Corporation Act (the "Florida Act"), be merged (the "Merger") with and into a single corporation, to wit, CryoLife, Inc., which shall be the surviving entity when the merger takes effect at 11:58pm on December 31, 2014 (the "Effective Time") and which shall sometimes be hereinafter referred to as the "Surviving Corporation." The separate existence of Cardiogenesis Corporation, which shall sometimes hereinafter be referred to as the "Terminating Corporation," shall cease as of the Effective Time of the Merger in accordance with the provisions of the Florida Act.

III. NAME CHANGE

From and after the Effective Time of the Merger, the Surviving Corporation shall continue to exist under the name "CryoLife, Inc." pursuant to the provisions of the Florida Act.

IV. ARTICLES OF INCORPORATION

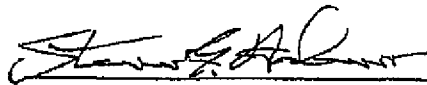
The Articles of Incorporation of the Surviving Corporation (the "Articles of Incorporation") as in effect immediately before the Effective Time of the Merger shall be the Articles of Incorporation of the Surviving Corporation and shall continue to be the Articles of Incorporation of the Surviving Corporation until thereafter amended as provided by law or such Articles of Incorporation.

V. MANNER OF CONVERSION OF SHARES

The capital stock of the Terminating Corporation existing immediately prior to the Effective Date shall not be converted in any manner, nor shall any cash or other consideration be paid or delivered therefor, but such capital stock shall be extinguished as of the Effective Time of the Merger. The issued and outstanding shares of capital stock of the Surviving Corporation immediately prior to the Effective Date shall not be converted or exchanged in any manner, but all shares shall continue to represent issued and outstanding shares of the Surviving Corporation.

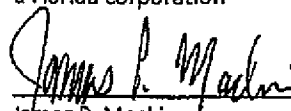
IN WITNESS WHEREOF, the parties hereto have executed this Agreement and Plan of Merger as of the date set forth above. This Agreement and Plan of Merger may be executed in counterparts which, when taken together, shall constitute the original hereof.

CARDIOGENESIS CORPORATION
a Florida corporation



Steven G. Anderson
Chief Executive Officer

CRYOLIFE, INC.
a Florida corporation



James P. Mackin
President and Chief Executive Officer