

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM342461

| | | | |
|---|-----------------------------------|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER AND CHANGE OF NAME | | |
| EFFECTIVE DATE: | 06/20/2014 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Corventis, Inc. | | 06/20/2014 | CORPORATION: DELAWARE |
| NEWLY MERGED ENTITY DATA | | | |
| Name | Execution Date | Entity Type | |
| Medtronic Corventis, Inc. | 06/20/2014 | CORPORATION: DELAWARE | |
| MERGED ENTITY'S NEW NAME (RECEIVING PARTY) | | | |
| Name: | Medtronic Corventis, Inc. | | |
| Street Address: | 2750 Sand Hill Road | | |
| Internal Address: | Suite 145 | | |
| City: | Menlo Park | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 94025 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3755113 | | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 7635052530 | | |
| <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: | 7635052526 | | |
| Email: | trademark@medtronic.com | | |
| Correspondent Name: | Cindy Evenson | | |
| Address Line 1: | 710 Medtronic Parkway | | |
| Address Line 2: | LC 340 | | |
| Address Line 4: | Minneapolis, MINNESOTA 55432-5604 | | |
| ATTORNEY DOCKET NUMBER: | LG10152.L25 CORVENTIS ACQ | | |
| NAME OF SUBMITTER: | Cindy L. Evenson | | |
| SIGNATURE: | /Cindy L. Evenson/ | | |

CH \$40.00 3755113

| | |
|---------------------|------------|
| DATE SIGNED: | 05/27/2015 |
|---------------------|------------|

Total Attachments: 6

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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:

"ST. PAUL MERGER CORP.", A DELAWARE CORPORATION,
WITH AND INTO "CORVENTIS, INC." UNDER THE NAME OF "MEDTRONIC CORVENTIS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF JUNE, A.D. 2014, AT 10:19 O'CLOCK A.M.

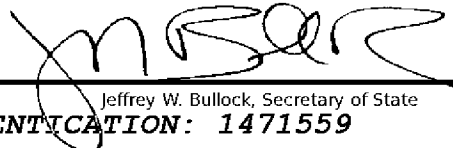
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4030381 8100M

140863125



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1471559

DATE: 06-20-14

TRADEMARK
REEL: 005523 FRAME: 0672

CERTIFICATE OF MERGER
MERGING
ST. PAUL MERGER CORP.
A DELAWARE CORPORATION
WITH AND INTO
CORVENTIS, INC.
A DELAWARE CORPORATION

Pursuant to Section 251 of the General Corporation Law of the State of Delaware

Corventis, Inc., a Delaware corporation ("*Company*"), does hereby certify as follows:

FIRST: Each of the constituent corporations, Company and St. Paul Merger Corp., a Delaware corporation ("*Merger Sub*"), is a corporation duly organized and existing under the laws of the State of Delaware.

SECOND: An Acquisition Option Agreement dated as of July 5, 2012 (the "*Merger Agreement*"), by and among Medtronic, Inc., a Minnesota corporation, Company, and certain other parties set forth therein, setting forth the terms and conditions of the merger of Merger Sub with and into Company (the "*Merger*"), has been approved, adopted, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law.

THIRD: The current name of the surviving corporation in the Merger is Corventis, Inc. The name will be changed to Medtronic Corventis, Inc. (the "*Surviving Corporation*") as of the effective time of the Merger.

FOURTH: The Certificate of Incorporation of Company as in effect immediately prior to the effective time of the Merger shall be amended and restated in its entirety at the effective time of the Merger to read as set forth on **EXHIBIT A** hereto and, as so amended and restated, shall be the Amended and Restated Certificate of Incorporation of the Surviving Corporation.

FIFTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

Medtronic Corventis, Inc.
2033 Gateway Place, Suite 100
San Jose, CA 95110-9300
Attention: Chief Financial Officer

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

SEVENTH: The Merger shall become effective upon filing of this Certificate of Merger with the Secretary of State of Delaware.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Company has caused this Certificate of Merger to be executed in its corporate name as of June 20, 2014.

CORVENTIS, INC.

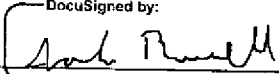
By:  DocuSigned by:
Name: 49E929B3815F47D...
Title:

EXHIBIT A

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
MEDTRONIC CORVENTIS, INC.**

FIRST The name of the corporation is Medtronic Corventis, Inc., (hereinafter referred to as the "Corporation").

SECOND The address of the registered office of the corporation in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

THIRD The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware.

FOURTH The aggregate number of shares the corporation has authority to issue shall be 2,500 shares of Common Stock, \$.01 par value. Holders of Common Stock shall be entitled to one vote for each share of Common Stock held of record.

FIFTH The following provisions are inserted for the management of the business and for the conduct of the affairs of the Corporation, and for further definition, limitation and regulation of the powers of the Corporation and of its directors and stockholders:

(1) The number of directors of the Corporation shall be such as from time to time shall be fixed by, or in the manner provided in, the by-laws. Election of directors need not be by ballot unless the by-laws so provide.

(2) The Board of Directors shall have powers without the assent or vote of the stockholders to make, alter, amend, change, add to or repeal the by-laws of the Corporation; to fix and vary the amount to be reserved for any proper purpose; to authorize and cause to be executed mortgages and liens upon all or any part of the property of the Corporation; to determine the use and disposition of any surplus or net profits; and to fix the times for the declaration and payment of dividends.

(3) The directors in their discretion may submit any contract or act for approval or ratification at any annual meeting of the stockholders or at any meeting of the stockholders called for the purpose of considering any such act or contract, and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the stock of the Corporation which is represented in person or by proxy at such meeting and entitled to vote thereat (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and as binding upon the Corporation and upon all the stockholders as though it had been approved or ratified by every stockholder of the Corporation, whether or not the contract or act would otherwise be open to legal attack because of directors' interest, or for any other reason.

(4) In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation; subject, nevertheless, to the provisions of the statutes of Delaware, of this certificate, and to any by-laws from time to time made by the stockholders; provided, however, that no by-laws so made shall invalidate any prior act of the directors which would have been valid if such by-law had not been made.

SIXTH No director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of his or her fiduciary duty as a director; provided, however, that nothing contained in this Article shall eliminate or limit the liability of a director (a) for any breach of the director's duty of loyalty to the Corporation or its stockholders; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law; (c) under Section 174 of the General Corporation Law of the State of Delaware; or (d) for any transaction from which the director derived improper personal benefit. No amendment to or repeal of this Article SIXTH shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

SEVENTH If the General Corporation Law is hereafter amended to authorize the further elimination or limitation of the liability of a director, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law as so amended.

EIGHTH Any repeal or modification of the foregoing provisions of Article SIXTH or SEVENTH by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification with respect to acts or omissions occurring prior to such repeal or modification.

NINTH The Corporation reserves the rights to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on stockholders, directors and officers are subject to this reserved power.

TENTH Section 203 of the General Corporation Law of the State of Delaware shall not apply to the Corporation.