

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM344952

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Vision-Sciences, Inc.		03/31/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Cogentix Medical, Inc.		
<b>Street Address:</b>	5420 Feltl Road		
<b>City:</b>	Minnetonka		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55343		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2002713	ENDOSHEATH	
<b>Registration Number:</b>	4480837	SLIDE-ON	
<b>Registration Number:</b>	4504557	VISION SCIENCES	
<b>Registration Number:</b>	1904300	THE VISION SYSTEM	
<b>Registration Number:</b>	3765224	ENDOWIPE	
<b>Registration Number:</b>	1849840	ENDOSHEATH	
<b>Serial Number:</b>	86539305	ENDOSHEATH	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6126077100		
<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>			
<b>Phone:</b>	612-607-7325		
<b>Email:</b>	bgrahn@oppenheimer.com		
<b>Correspondent Name:</b>	Barbara J. Grahn		
<b>Address Line 1:</b>	222 South Ninth Street		
<b>Address Line 2:</b>	Suite 2000		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55402		
<b>ATTORNEY DOCKET NUMBER:</b>	24523-2000		
<b>NAME OF SUBMITTER:</b>	Barbara Grahn		
<b>SIGNATURE:</b>	/bjg/		

CH \$190.00 2002713

<b>DATE SIGNED:</b>	06/17/2015
<b>Total Attachments: 2</b> source=Vision-Sciences Certificate of Name Change#page1.tif source=Vision-Sciences Certificate of Name Change#page2.tif	

# Delaware

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*The First State*

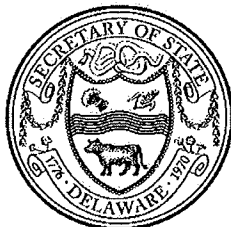
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "VISION-SCIENCES, INC.", CHANGING ITS NAME FROM "VISION-SCIENCES, INC." TO "COGENTIX MEDICAL, INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2015, AT 9:16 O'CLOCK A.M.

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

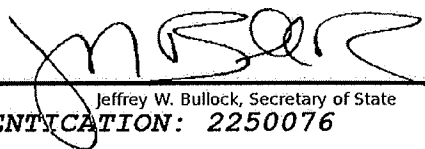
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2015, AT 4:15 O'CLOCK P.M.

2141039 8100

150439901



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2250076

DATE: 03-31-15

TRADEMARK  
REEL: 005555 FRAME: 0290

CERTIFICATE OF AMENDMENT  
TO  
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION  
OF  
VISION-SCIENCES, INC.

VISION-SCIENCES, INC. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware ("DGCL"), does hereby certify:

**FIRST:** That, in accordance with Section 242 of the DGCL, the Board of Directors of the Corporation duly adopted resolutions declaring advisable the amendment of the Amended and Restated Certificate of Incorporation of the Corporation and directing that said amendment be considered for approval by the stockholders of the Corporation at a special meeting of the stockholders of the Corporation.

**SECOND:** That, in accordance with Section 242 of the DGCL, the stockholders of the Corporation duly approved the proposed amendment at a special meeting of the stockholders of the Corporation by a majority of the outstanding stock entitled to vote thereon.

The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the FIRST Article of the Corporation's Amended and Restated Certificate of Incorporation be amended and restated to read in full as follows:

FIRST. The name of the Corporation is:

Cogentix Medical, Inc.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the DGCL.

**FOURTH:** The effective time and date of said amendment to the Amended and Restated Certificate of Incorporation of the Corporation shall be 4:15 p.m. EDT on March 31, 2015.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to the Amended and Restated Certificate of Incorporation to be signed by its President and attested by its Secretary this 31st day of March, 2015.

Vision-Sciences, Inc.

By: /s/ Howard I. Zauberman  
Howard I. Zauberman  
President and Chief Executive Officer

ATTEST:

/s/ Aaron J. Polak, Esq.  
Aaron J. Polak, Esq.  
General Counsel and Corporate Secretary