

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM370168

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SYNCARDIA SYSTEMS, INC.		12/13/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Cantor Fitzgerald Securities, As Administrative Agent		
Street Address:	110 EAST 58TH STREET		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	GENERAL PARTNERSHIP: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3861417	FREEDOM	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	susan.dinicola@hkllaw.com		
Correspondent Name:	HOLLAND & KNIGHT LLP		
Address Line 1:	10 ST. JAMES AVE.		
Address Line 2:	11TH FLOOR		
Address Line 4:	BOSTON, MASSACHUSETTS 02116		
ATTORNEY DOCKET NUMBER:	136144.00010		
NAME OF SUBMITTER:	LAURA O'BRIEN		
SIGNATURE:	/LAURA O'BRIEN/		
DATE SIGNED:	01/22/2016		
Total Attachments: 4			
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of December 13, 2013 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among Syncardia Systems, Inc., a Delaware corporation (the "Borrower"), the other Grantors from time to time party thereto (together with the Borrower, each a "Grantor" and collectively, the "Grantors"), Cantor Fitzgerald Securities, as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein and Cantor Fitzgerald Securities, as Control Agent (the "Control Agent"), the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks, trademark licenses and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks, trademark licenses and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an absolute assignment of any trademark, trademark license or trademark application.

Very truly yours,

SYNCARDIA SYSTEMS, INC.

By: 

Name: Michael P. Garippa

Title: President and Chief Executive Officer

SYNCARDIA SYSTEMS, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005714 FRAME: 0477

Acknowledged and Accepted:

CANTOR FITZGERALD SECURITIES,
as Administrative Agent

By: _____

Title: James Bond

Date: Chief Operating Officer

(2)

SYNCARDIA SYSTEMS, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005714 FRAME: 0478

Schedule 1

U.S. Trademark

Registered Mark

Mark	Reg. No.	Reg. Date
FREEDOM	3861417	10/12/10