

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM376364

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/31/2015
<b>RESUBMIT DOCUMENT ID:</b>	900356135

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Momelan Technologies, Inc.		12/22/2015	CORPORATION: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Kinetic Concepts, Inc.
<b>Street Address:</b>	12930 IH-10 West
<b>City:</b>	San Antonio
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	78249-2248
<b>Entity Type:</b>	CORPORATION: TEXAS

## PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
<b>Serial Number:</b>	86723117	CELLUTOME
<b>Registration Number:</b>	4445217	CELLUTOME

## CORRESPONDENCE DATA

**Fax Number:** 2102268395  
*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.*  
**Phone:** 210-554-5450  
**Email:** ipdocket@dykema.com  
**Correspondent Name:** Pamela B. Huff; Dykema Gossett PLLC  
**Address Line 1:** 112 East Pecan Street, Suite 1800  
**Address Line 4:** San Antonio, TEXAS 78205

<b>ATTORNEY DOCKET NUMBER:</b>	709800.3744
<b>NAME OF SUBMITTER:</b>	Pamela B. Huff
<b>SIGNATURE:</b>	/pbhuff35901/
<b>DATE SIGNED:</b>	03/11/2016

Total Attachments: 5

source=File stamped MoMelan Technologies, Inc. into Kinetic Concepts DE Certificate of Merger Filing#page1.tif

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# Delaware

The First State

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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:

"MOMELAN TECHNOLOGIES, INC.", A DELAWARE CORPORATION, WITH AND INTO "KINETIC CONCEPTS, INC." UNDER THE NAME OF "KINETIC CONCEPTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF TEXAS, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2015, AT 5:33 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2015.

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



  
Jeffrey W. Bullock, Secretary of State

5920070 8100M  
SR# 20151499905

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

Authentication: 10685004  
Date: 12-28-15

**TRADEMARK**  
**REEL: 005757 FRAME: 0970**

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**MOMELAN TECHNOLOGIES, INC.**

**WITH AND INTO**

**KINETIC CONCEPTS, INC.**

Pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL"), Kinetic Concepts, Inc., a Texas corporation (the "Corporation"), does hereby certify to the following information relating to the merger (the "Merger") of MoMelan Technologies, Inc., a Delaware corporation (the "Subsidiary"), with and into the Corporation, with the Corporation remaining as the surviving corporation:

1. The Corporation owns all of the outstanding shares of each class of capital stock of the Subsidiary.
2. The Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent on December 22, 2015 and attached hereto as Exhibit A, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL.
3. The Corporation shall be the surviving corporation of the Merger.
4. The Certificate of Ownership and Merger and the Merger shall become effective on December 31, 2015.
5. The Corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of Delaware, as well as the enforcement of any obligation of the Corporation arising from the Merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the DGCL, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail a copy of any such process to the Corporation at: Kinetic Concepts, Inc., 12930 Interstate 10 West, San Antonio, TX 78249.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer this 22nd day of December, 2015.

KINETIC CONCEPTS, INC.

By: 

Name: John Bibb

Title: VP, General Counsel

**EXHIBIT A**  
**BOARD RESOLUTIONS**

WHEREAS, the Corporation owns all of the issued and outstanding shares of the capital stock of MoMelan Technologies, Inc., a Delaware corporation (the "Subsidiary"); and

WHEREAS, it is deemed advisable and in the best interest of the Corporation that the Corporation merge the Subsidiary with and into the Corporation; now, therefore be it

RESOLVED, that the Subsidiary be merged with and into the Corporation pursuant to Chapter 10 of the TBOC and Section 253 of the Delaware General Corporation Law (the "Merger"), so that the separate existence of the Subsidiary shall cease as soon as the Merger shall become effective, and the Corporation shall continue as the surviving corporation; and further

RESOLVED, that the effective date of the Merger shall be December 31, 2015; and further

RESOLVED, that the appropriate officers of the Corporation (each such person, an "Authorized Person") be, and each of them hereby is, authorized to prepare and execute a Certificate of Merger setting forth a copy of these resolutions, and to file the Certificate of Merger with the Secretary of State of Texas and pay any fees related to such filing; and further

RESOLVED, that the Authorized Persons be, and each of them hereby is, authorized to prepare and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions, and to file the Certificate of Ownership and Merger with the Secretary of State of Delaware and pay any fees related to such filing.

RESOLVED, that the Authorized Persons be, and each of them acting alone hereby is, authorized and directed to execute the Contribution Agreement, with such additions thereto or deletions therefrom or changes therein as such Authorized Persons, or any of them acting alone, shall, in their, his or her sole discretion, determine to be necessary, proper or advisable, such determination to be evidenced conclusively by their, his or her execution and delivery thereof; and further

RESOLVED, that the Authorized Persons be, and each of them acting alone hereby is, authorized, empowered and directed, in the name of and on behalf of the Corporation, to do and perform, or cause to be done and performed, all such acts, deeds and things and to make, prepare, execute, deliver and file, or cause to be made, prepared, executed, delivered and/or filed, all agreements, certificates, statements, reports, documents, instruments and papers as such Authorized Person or Authorized Persons may deem necessary or advisable to carry out the intent and purposes of the foregoing resolutions, or required to be prepared, executed or filed in order for the Corporation to comply with all applicable requirements and regulations of applicable law and any administrative or

governmental agency in connection with any matter contemplated by these resolutions, with the making of any such filing, the taking of any such action or the execution and/or delivery of any such agreement, amendment, certificate, instrument or document constituting conclusive evidence of such Authorized Person's authority therefore, to pay or cause to be paid all expenses, and to take such other actions as any such Authorized Person may deem necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the agreements and transactions contemplated by, and the intent and purposes of, any of the foregoing resolutions; and further

RESOLVED, that the omission from these resolutions of any agreement, document or other arrangement contemplated by any of the agreements, documents or instruments described in the foregoing resolutions or any action to be taken in accordance with any requirement of any of the agreements, documents or instruments described in the foregoing resolutions shall in no manner derogate from the authority of the Authorized Persons to take all actions necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by, and the intent and purposes of, the foregoing resolutions; and further

RESOLVED, that all acts and things previously done by any Authorized Person, on or prior to the date hereof, in the name and on behalf of the Corporation, in connection with the transactions contemplated by the foregoing resolutions, are in all respects hereby ratified, approved, confirmed and adopted as acts and deeds by and on behalf of the Corporation.

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