

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM632242

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Transenterix Surgical, Inc.	FORMERLY Transenterix, Inc.	02/25/2021	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Asensus Surgical US, Inc.		
Street Address:	635 Davis Drive		
Internal Address:	Suite 300		
City:	Morrisville		
State/Country:	NORTH CAROLINA		
Postal Code:	27560		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Serial Number:	90356163	ASENSUS	
Serial Number:	90462981	ASENSUS SURGICAL	
Registration Number:	5932353	S	
Registration Number:	5788108	SENHANCE	
Registration Number:	3872639	TRANSENERIX	
Registration Number:	3860282	TRANSENERIX	
Registration Number:	3874143	TRANSENERIX	
CORRESPONDENCE DATA			
Fax Number:	2526725471		
<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:	252-672-54700		
Email:	trademarks@wardandsmith.com		
Correspondent Name:	Angela P. Doughty		
Address Line 1:	751 Corporate Center Drive		
Address Line 4:	Raleigh, NORTH CAROLINA 27607		
NAME OF SUBMITTER:	Angela P. Doughty		
SIGNATURE:	/apd/		

OP \$190.00 90356163

DATE SIGNED:	03/16/2021
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Total Attachments: 4

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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 RESTATED CERTIFICATE OF "TRANSENERIX SURGICAL, INC.", CHANGING ITS NAME FROM "TRANSENERIX SURGICAL, INC." TO "ASENSUS SURGICAL US, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2021, AT 10:58 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

4189072 8100
SR# 20210636885

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

Authentication: 202618756
Date: 03-01-21


TRADEMARK
REEL: 007222 FRAME: 0051

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF
TRANSENERIX SURGICAL, INC.**

TransEnterix Surgical, Inc., a corporation organized and existing under the laws of the State of Delaware (the "*Corporation*"), certifies that:

1. The name of the Corporation is TransEnterix Surgical, Inc. The Corporation was originally incorporated under the name "TransEnterix, Inc." The Corporation's original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on July 12, 2006.
2. This Amended and Restated Certificate of Incorporation was duly adopted in accordance with Sections 242 and 245 of the General Corporation Law of the State of Delaware.
3. The text of the Amended and Restated Certificate of Incorporation is set forth in EXHIBIT A attached hereto.
4. This Amended and Restated Certificate of Incorporation shall become effective on filing with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, TransEnterix Surgical, Inc. has caused this Amended and Restated Certificate of Incorporation to be signed by Anthony Fernando, a duly authorized officer of the Corporation, on February 25, 2021.



Name: Anthony Fernando
Title: Chief Executive Officer

EXHIBIT A

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION OF
ASENSUS SURGICAL US, INC.**

ARTICLE I

The name of the corporation is Asensus Surgical US, Inc. (the "Corporation").

ARTICLE II

The address of the Corporation's registered office in the state of Delaware is located at Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

ARTICLE III

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware, as amended (the "DGCL").

ARTICLE IV

The total number of shares of all classes of stock that the Corporation shall have authority to issue is 1,000 shares of Common Stock, par value \$0.01 per share.

ARTICLE V

The Board of Directors of the Corporation shall consist of that number of directors to be fixed from time to time in the manner provided in the Corporation's Bylaws, each of who will serve as the Corporation's director until his or her successor is duly elected and qualified.

ARTICLE VI

No director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders; (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law; (iii) under Section 174 of the DGCL or (iv) for any transaction from which the director derived

an improper personal benefit. It is the intent that this provision be interpreted to provide the maximum protection against liability afforded to directors under the DGCL in existence either now or hereafter.

ARTICLE VII

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent permitted by law in existence either now or hereafter.

ARTICLE VIII

The directors of the Corporation shall have the power to adopt, amend or repeal the Corporation's Bylaws.

ARTICLE IX

The Corporation shall have perpetual existence.