

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM815662

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2020
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Orthofix Holdings, Inc.		12/30/2020	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Orthofix Inc.
Street Address:	3451 Plano Parkway
City:	Lewisville
State/Country:	TEXAS
Postal Code:	75056
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	5640160	FITSPINE

CORRESPONDENCE DATA

Fax Number: 2142000853
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: 949-202-3034
Email: ipdocketing@haynesboone.com
Correspondent Name: Ellie Sowanick
Address Line 1: 2323 Victory Avenue Suite 700
Address Line 4: Dallas, TEXAS 75219

ATTORNEY DOCKET NUMBER:	48017.419-82871
NAME OF SUBMITTER:	Ellie Sowanick
SIGNATURE:	/Ellie Sowanick/
DATE SIGNED:	06/07/2023

Total Attachments: 5

source=Orthofix Holdings Inc to Orthofix Inc#page1.tif
source=Orthofix Holdings Inc to Orthofix Inc#page2.tif
source=Orthofix Holdings Inc to Orthofix Inc#page3.tif

OP \$40.00 5640160

source=Orthofix Holdings Inc to Orthofix Inc#page4.tif
source=Orthofix Holdings Inc to Orthofix Inc#page5.tif

Delaware

The First State

Page 1

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:

"ORTHOFIX HOLDINGS, INC.", A DELAWARE CORPORATION, WITH AND INTO "ORTHOFIX INC." UNDER THE NAME OF "ORTHOFIX INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2020, AT 9:12 O`CLOCK A.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. 2020 AT 11:58 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

7206052 8100M
SR# 20208804981

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

Authentication: 204455698
Date: 12-31-20

TRADEMARK
REEL: 008094 FRAME: 0189

CERTIFICATE OF OWNERSHIP AND MERGER

Merging

ORTHOFIX HOLDINGS, INC.

with and into

ORTHOFIX INC.

(Pursuant to Section 253 of the General Corporation Law of the State of Delaware)

Orthofix Holdings, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), for the purpose of merging the Corporation with and into its subsidiary, Orthofix Inc., a corporation organized and existing under the laws of the State of Delaware (the "Subsidiary"), does hereby certify as follows:

FIRST: The Corporation and the Subsidiary are incorporated pursuant to the General Corporation Law of the State of Delaware (the "DGCL").

SECOND: The Corporation owns all of the outstanding shares of each class of capital stock of the Subsidiary.

THIRD: The Corporation, by the resolutions duly adopted by its Board of Directors on the 30th day of December, 2020 and attached hereto as Exhibit A, determined to, and effective upon the filing of this Certificate of Ownership and Merger does, merge itself with and into Subsidiary on the terms and conditions set forth in such resolutions.

FOURTH: The merger has been approved in accordance with Section 253 of the DGCL by the sole stockholder of the Corporation by written consent in accordance with Section 228 of the DGCL.

FIFTH: The certificate of incorporation of the Subsidiary as in effect immediately prior to the effective time of the merger shall be the certificate of incorporation of the surviving corporation.

SIXTH: The Subsidiary shall be the surviving corporation in the merger.

SEVENTH: The effective date and time of this Certificate of Ownership and Merger shall be December 31, 2020 at 11:58 p.m., Eastern Time.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 30th day of December, 2020.

ORTHOFIX HOLDINGS, INC.

DocuSigned by:
By: Kimberley Elting
Name: Kimberley A. Elting
Title: Chief Legal and Development Officer and Secretary

Exhibit A

BOARD RESOLUTIONS

**RESOLUTIONS ADOPTED BY WRITTEN CONSENT OF THE
BOARD OF DIRECTORS OF
ORTHOFIX HOLDINGS, INC.
ON DECEMBER 30, 2020**

WHEREAS, the Corporation owns all of the outstanding shares of the capital stock of Orthofix Inc., a Delaware corporation (“Subsidiary”);

WHEREAS, the Board of Directors of the Corporation has deemed it advisable and in the best interests of the Corporation that the Corporation be merged with and into the Subsidiary pursuant to Section 253 of the DGCL; and

WHEREAS, the merger is intended to constitute a tax-free reorganization under Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended (the “Code”), and this unanimous written consent is intended to constitute a “plan of reorganization” pursuant to Section 368 of the Code.

NOW, THEREFORE, BE IT RESOLVED, that the Corporation be merged with and into the Subsidiary pursuant to Section 253 of the DGCL (the “Merger”), which Merger is intended to constitute a tax-free reorganization under Section 368(a)(1)(A) of the Code;

FURTHER RESOLVED, that this unanimous written consent is intended to constitute a “plan of reorganization” pursuant to Section 368 of the Code;

FURTHER RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Corporation shall be converted into and shall automatically become one share of common stock of the surviving corporation, held by the person who was the holder of such share of common stock of the Corporation immediately prior to the Merger;

FURTHER RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of capital stock of the Subsidiary shall be cancelled, and no consideration shall be issued in respect thereof; and

FURTHER RESOLVED, that the proper officers of the Corporation be and they hereby are authorized and directed to make, execute and acknowledge, in the name and under the corporate seal of the Corporation, a certificate of ownership and merger for the purpose of effecting the Merger and to file the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Merger.