

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TMI70670

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/31/2023		
SEQUENCE:	3		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Navilyst Medical, Inc.		03/31/2023	Corporation: DELAWARE
RECEIVING PARTY DATA			
Company Name:	Navilyst Medical Holdings, Inc.		
Street Address:	26 Forest Street, 2nd Floor		
City:	Marlborough		
State/Country:	MASSACHUSETTS		
Postal Code:	01752		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3319458	VAXCEL	
Registration Number:	3363005	XCELA	
Registration Number:	3861731	EXODUS	
CORRESPONDENCE DATA			
Fax Number:	5184525579		
<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:	5184525600		
Email:	brett.hutton@hrfmlaw.com,lynn.comproski@hrfmlaw.com		
Correspondent Name:	Brett M Hutton		
Address Line 1:	5 Columbia Circle		
Address Line 4:	Albany, NEW YORK 12203		
ATTORNEY DOCKET NUMBER:	3608.520/.565/.570		
NAME OF SUBMITTER:	LYNN M COMPROSKI		
SIGNATURE:	LYNN M COMPROSKI		
DATE SIGNED:	03/06/2024		
Total Attachments: 6			

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Delaware

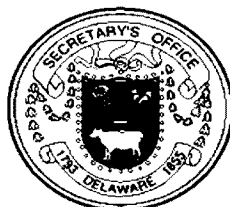
The First State


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 OWNERSHIP, WHICH MERGES:

"NAVILYST MEDICAL, INC.", A DELAWARE CORPORATION,
WITH AND INTO "NAVILYST MEDICAL HOLDINGS, INC." UNDER THE NAME OF "NAVILYST MEDICAL HOLDINGS, 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 MAY, A.D. 2023, AT 10:32 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF MAY, A.D. 2023 AT 11 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

4466367 8100M
SR# 20232542280

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

Authentication: 203449415
Date: 05-31-23

TRADEMARK
REEL: 008362 FRAME: 0195

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

NAVILYST MEDICAL, INC.
(a Delaware corporation)

WITH AND INTO

NAVILYST MEDICAL HOLDINGS, INC.
(a Delaware corporation)

Pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL"), Navilyst Medical Holdings, Inc., a Delaware corporation ("Parent"), does hereby certify to the following information relating to the merger (the "Merger") of Navilyst Medical, Inc., a Delaware corporation (the "Subsidiary"), with and into Parent, with Parent remaining as the surviving corporation:

- FIRST:** Parent was incorporated on December 3, 2007, under and pursuant to the DGCL.
- SECOND:** Subsidiary was incorporated on December 3, 2007, under and pursuant to the DGCL.
- THIRD:** Parent owns all of the issued and outstanding shares of each class of capital stock of the Subsidiary.
- FOURTH:** The Board of Directors of Parent, by resolutions duly adopted by unanimous written consent on May 30, 2023 and attached hereto as Exhibit A, determined to merge the Subsidiary with and into Parent pursuant to Section 253 of the DGCL.
- FIFTH:** Parent shall be the surviving corporation of the merger.
- SIXTH:** This Certificate of Ownership and Merger shall become effective at 11:00 a.m. EST on the date of filing thereof with the Delaware Secretary of State.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Ownership and Merger this 31st day of May, 2023.

Navilyst Medical Holdings Company, Inc.

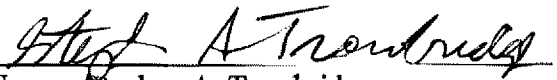
By: 
Name: Stephen A. Trowbridge
Title: VP, General Counsel and Secretary

Exhibit A

**UNANIMOUS WRITTEN CONSENT IN LIEU
OF A MEETING OF
THE BOARD OF DIRECTORS OF NAVILYST MEDICAL HOLDINGS, INC.**

The undersigned, constituting all of the members of the Board of Directors (the “Board”) of Navilyst Medical Holdings, Inc., a Delaware corporation (the “Company”), hereby adopt by this Unanimous Written Consent in Lieu of a Meeting, dated May 30, 2023, in accordance with Section 141(f) of the Delaware General Corporation Law (the “DGCL”), the following resolutions with the same force and effect as if they had been adopted at a duly convened meeting of the Board:

WHEREAS, the Company owns all of the issued and outstanding shares of each class of capital stock of Navilyst Medical, Inc., a Delaware corporation (“Navilyst”); and

WHEREAS, the Board has determined that it is in the best interests of the Company to merge Navilyst with and into the Company pursuant to Section 253 of the DGCL (the “Merger”).

NOW THEREFORE BE IT:

RESOLVED, that after due consideration and review, the Merger be, and hereby is, approved and the Company shall assume all liabilities and obligations of Navilyst as a result thereof;

RESOLVED, that the proper officers of the Company be, and each of them hereby is, authorized, empowered and directed, in the name and on behalf of the Company and/or its subsidiaries, to prepare all documentation, to effect all filings and any amendments or supplements thereto, including a certification of ownership and merger and to attach to such certification a copy of these resolutions, and to take such further actions to carry out the purposes and intents of the foregoing resolution, including to execute personally or by attorney-in-fact such filings or amendments or supplements thereto and to cause such filings and any amendments and supplements thereto to become effective or otherwise approved;

GENERAL

RESOLVED, that the authority granted to the proper officers of the Company pursuant to the foregoing resolutions shall be deemed to include, in the case of each such resolution, the authority to perform such further acts and deeds as may be necessary, convenient or appropriate, in the judgment of such officers, to carry out the transactions contemplated thereby and the purposes and intents of the foregoing resolutions, and all acts and deeds previously performed by the officers or counsel for the Company prior to the date of these resolutions that are within the authority conferred hereby are confirmed, approved and ratified in all respects as the authorized acts and deeds of the Company; and

RESOLVED, that all actions previously taken by any officer, director, representative or agent of the Company in the name or on behalf of the Company in connection

with the matters contemplated by the foregoing resolutions, to the extent such actions are consistent with the authority conferred by such resolutions, be, and each of them hereby is, adopted, ratified, confirmed and approved in all respects as the act and deed of the Company.