

03-18-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

3-17-03

SOMNUS MEDICAL TECHNOLOGIES, INC.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: February 28, 2003

2. Name and address of receiving party(ies)

Name: GYRUS ENT L.L.C.

Internal

Address:

Street Address: 2925 Appling Road

City: Bartlett State: TN Zip: 38133

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State California Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,271,303; 2,206,753; 2,285,512; 2,367,751; 2,316,068; and 2,450,129

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Edward N. Bachand

Internal Address: DORSEY & WHITNEY LLP

Street Address: SUITE 3400

FOUR EMBARCADERO CENTER

City: SAN FRANCISCO State: CA Zip: 94111

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41) \$ 240.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

50-2319

DO NOT USE THIS SPACE

9. Signature

03/17/2003 LINDSEY 00000164 2271303

01 FC:521 40.00 OP 02 FC:522 125.00 OP

Edward N. Bachand, Reg. No. 37,085

Name of Person Signing

Signature

March 10, 2003

Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

OFFICE OF PUBLIC RECORDS 2003 MAR 17 AM 9:37 FINANCE SECTION

Refund Ref: 03/17/2003 LINDSEY 0000125199

CHECK Refund Total: \$75.00

TRADEMARK REEL: 002693 FRAME: 0197

ASSIGNMENT OF TRADEMARKS

WHEREAS, Somnus Medical Technologies, Inc., a corporation of the State of California having its principal place of business at 2925 Appling Road, Bartlett, Tennessee 38133 ("Assignor"), is the sole owner of the entire right, title and interest in and to the United States and foreign trademarks and service marks, and trademark and service mark registrations listed in Schedule A attached hereto and hereby made a part hereof (collectively, the "Trademarks") free and clear of any lien, encumbrance, charge, equity or restriction.

WHEREAS, Gyrus ENT L.L.C., a Delaware registered company having a principal place of business at 2925 Appling Road, Bartlett, Tennessee 38133 ("Assignee"), is desirous of acquiring all rights Assignee has or may have, including the entire right, title and interest in and to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties have agreed to the following:

Assignor does hereby sell, assign, transfer and set over unto Assignee, its successors and assigns, the entire right, title and interest in and to the Trademarks, together with the good will of the business symbolized by the Trademarks, including but without limiting the generality of the foregoing, the right of priority to file corresponding applications in any and all countries, all claims for damages for infringement thereof, including past infringement, and the right to sue and collect such damages; the Trademarks to be held by Assignee for its own use and enjoyment and for the use and enjoyment of its successors and assigns as fully and entirely as they would have been held and enjoyed by Assignor had this assignment and sale not been made.

Assignor hereby authorizes and requests the duly authorized officials of the United States and countries foreign thereto, to take such action as may be required to give effect to the sale, assignment and transfer made herein, including the issuance to Assignee, its successors and assigns, of the full and undivided interest of Assignor in and to any United States and foreign trademarks and service marks, trademark and service mark applications and trademark and service mark registrations to which Assignee is entitled by virtue hereof, for the sole use and benefit of Assignee, its successor and assigns; and Assignor agrees to do all things reasonably necessary to effectuate such sale, assignment and transfer in respect to each such trademark and service mark, and trademark and service mark registration.

IN WITNESS WHEREOF, Assignor has executed and delivered this instrument as of this

28 day of February, 2003.

SOMNUS MEDICAL TECHNOLOGIES, INC.,
a California corporation

By: Thomas Murphy

Name: Thomas Murphy

Title: PRESIDENT

Witness: A. Goddard

SCHEDULE "A"
TRADEMARK REGISTRATIONS

Reference No./ Country	MARK	Serial No./ Filing Date	Registration No./ Registration Date
TA-64827-3 United States	SOMNOPLASTY	75/106,249 May 20, 1996	2,271,303 August 24, 1999
FTA-64827-3-EM European Community	SOMNOPLASTY	650086 September 30, 1997	650085 April 27, 1999
FTA-64827-3-AU Australia	SOMNOPLASTY	745473 October 3, 1997	745473 July 17, 1998
FTA-64827-3-CA Canada	SOMNOPLASTY	867,703 October 7, 1997	502006 October 7, 1998
FTA-64827-3-CN China	SOMNOPLASTY	9700108175 October 14, 1997	1231820 December 14, 1998
FTA-64827-3-JP Japan	SOMNOPLASTY	9-165405 October 7, 1997	4253443 March 19, 1999
FTA-64827-3-KR Korea	SOMNOPLASTY	97-14302 October 15, 1997	50507 December 8, 1998
TA-64827-4 United States	SOMNUS & Design	75/316,982 June 30, 1997	2,206,753 December 1, 1998
FTA-64827-4-EM European Community	SOMNUS & Design	650069 September 30, 1997	650069 September 23, 1999
FTA-64827-4-AU Australia	SOMNUS & Design	745474 October 3, 1997	745474 June 26, 1998
FTA-64827-4-CA Canada	SOMNUS & Design	857,704 October 2, 1997	501,997 October 7, 1998
FTA-64827-4-CN-10 China	SOMNUS & Design	9700108176 October 14, 1997	1243291 January 27, 1999
FTA-64827-4-CN-42 China	SOMNUS & Design	9700108177 October 14, 1997	1231821 December 14, 1998
FTA-64827-4-JP Japan	SOMNUS & Design	09-156406 October 7, 1997	4398170 July 7, 2000
FTA-64827-4-KR-10 Korea	SOMNUS & Design	97-48237 October 15, 1997	428790 November 9, 1998
FTA-64827-4-KR-42 Korea	SOMNUS & Design	97-14303 October 15, 1997	50508 December 8, 1998
TA-64827-6 United States	SOMNUS	75/576,806 October 23, 1998	2,285,512 October 12, 1999
TA-64827-7 United States	SOMNOPLASTY	75/586,617 November 2, 1998	2,367,751 July 18, 2000
TA-64827-8 United States	SOMNOPLASTY	75/583,856 November 2, 1998	2,316,068 February 8, 2000
TA-64827-11 United States	CLEAR THE WAY	75/801,376 September 16, 1999	2,450,129 May 8, 2001