

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Respironics Novamatrix, Inc.		12/16/2002	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Respironics Novamatrix, LLC
Street Address:	5 Technology Drive
City:	Wallingford
State/Country:	CONNECTICUT
Postal Code:	06492
Entity Type:	LTD LIAB JT ST CO: DELAWARE

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	2124338	TIDAL WAVE
Registration Number:	2188538	CO2SMO PLUS!
Registration Number:	2373236	NICO
Registration Number:	2441414	NICO2
Serial Number:	75613500	MARSP02
Registration Number:	1599416	CAPNOSTAT
Registration Number:	1854555	CAPNOGARD
Registration Number:	1855656	CO2SMO
Registration Number:	1857602	OXYPLETH
Registration Number:	1174032	PNEUMOGARD
Registration Number:	1174995	NOVAMATRIX
Registration Number:	1243494	TCO2M
Registration Number:	2496515	VENT
Registration Number:	2540165	SNUGGLEUP
Registration Number:	2517264	WEE THUMBIE

CH \$690.00 2124338

Registration Number:	2519995	WEE SOOTHIE
Registration Number:	2540164	WEE CARE
Registration Number:	2519996	SOOTHIE
Registration Number:	2762417	SWEET-EASE
Registration Number:	2585236	WEE PEE
Registration Number:	2746096	GEL-E DONUT
Registration Number:	2682875	
Registration Number:	2561839	SQUISHON
Registration Number:	2561838	WEESPECS
Registration Number:	2573604	PREEMIE FOR A DAY
Registration Number:	2624608	BENDY
Registration Number:	2502497	OASIS

CORRESPONDENCE DATA

Fax Number: (801)531-9168
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 801 532 1922
Email: trademark@traskbritt.com
Correspondent Name: Bretton L. Crockett
Address Line 1: 230 South 500 East, Suite 300
Address Line 4: Salt Lake City, UTAH 84102

ATTORNEY DOCKET NUMBER:	2181-011
NAME OF SUBMITTER:	Bretton L. Crockett

Total Attachments: 3
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Delaware

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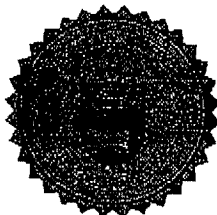
The First State

I, HARRIET SMITH WINDSOR, 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:

"RESPIRONICS NOVAMETRIX, INC.", A DELAWARE CORPORATION, WITH AND INTO "RESPIRONICS NOVAMETRIX, LLC" UNDER THE NAME OF "RESPIRONICS NOVAMETRIX, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF DECEMBER, A.D. 2002, AT 4:53 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. 2002, AT 11:59 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3584148 8100M

AUTHENTICATION: 2175713

020785624

DATE: 12-30-02

TRADEMARK
REEL: 002730 FRAME: 0579

DEC-19-2002 16:35

REED SMITH PGH SCP

STATE OF DELAWARE 11
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:53 PM 12/19/2002
020785624 - 3584148

**CERTIFICATE OF MERGER
OF
RESPIRONICS NOVAMETRIX, INC.
INTO
RESPIRONICS NOVAMETRIX, LLC**

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, the undersigned surviving limited liability company submits the following Certificate of Merger for filing and certifies that:

FIRST. The name and jurisdiction of formation or organization of the limited liability company and corporation which are to merge are:

<u>Name</u>	<u>Jurisdiction</u>	<u>Type of Entity</u>
Respironics Novamatrix, Inc.	Delaware	Corporation
Respironics Novamatrix, LLC	Delaware	Limited Liability Company

SECOND. An Agreement and Plan of Merger has been approved and executed by the domestic limited liability company and corporation which are to merge.

THIRD. The name of the surviving limited liability company is Respironics Novamatrix, LLC

FOURTH: The Merger shall become effective at 11:59 p.m. on December 31, 2002.

FIFTH: The Agreement and Plan of Merger is on file at a place of business of the surviving limited liability company which is located at 5 Technology Drive, Wallingford, Connecticut 06492.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving limited liability company, on request and without cost, to any member of the domestic limited liability company or any person holding an interest in any other business entity which is to merge.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 16th day of December, 2002, and is being filed in accordance with Section 18-209 of the Act by an authorized person of the surviving limited liability company in the merger.

RESPIRONICS NOVAMETRIX, LLC

By: James C. Woll
Name: James C. Woll, Vice President
Authorized Person