

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Medtronic, Inc.		10/10/2007	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	Kips Bay Medical, Inc.		
Street Address:	3405 Annapolis Lane		
Internal Address:	Suite 200		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55447		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	78881499	BEPTFE	
Serial Number:	78881522	ACCSS	
Serial Number:	78883502	ESVS	
CORRESPONDENCE DATA			
Fax Number:	(612)339-8200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	612.339.8300		
Email:	haugenmail@haugenlaw.com		
Correspondent Name:	Eric O. Haugen		
Address Line 1:	121 S. Eighth Street		
Address Line 2:	1130 TCF Tower		
Address Line 4:	Minneapolis, MINNESOTA 55402		
ATTORNEY DOCKET NUMBER:	KIPS BAY ASSIGNMENT		
NAME OF SUBMITTER:	Eric O. Haugen		

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Signature:

/Eric O. Haugen/

Date:

08/08/2008

Total Attachments: 2

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Trademark Transfer Agreement

This Trademark Transfer Agreement ("Transfer Agreement") is made by and between Medtronic, Inc., a Minnesota corporation with a principal place of business at 710 Medtronic Parkway, Minneapolis, MN 55432 ("Medtronic") and Kips Bay Medical, Inc., a Delaware corporation with a principal place of business at 3405 Annapolis Lane, Suite 200, Minneapolis, MN 55447 ("Kips Bay").

WHEREAS, Medtronic is the owner of the trademarks and corresponding registrations and applications attached as Schedule A hereto (collectively the "Marks");

WHEREAS, Kips Bay wishes to acquire ownership of Marks and of ; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Medtronic hereby assigns to Kips Bay all right, title and interest in and to the Marks for the United States and throughout the world, together with the business and goodwill of the business associated therewith.

This Transfer Agreement includes all rights in the nature of trademark, service mark, and trade name rights, as well as the right to sue for past infringement of such rights by any third party.

Medtronic agrees to execute any additional documents presented to Medtronic by Kips Bay and to perform any other acts at Kips Bay's expense which are or may be reasonably necessary to evidence or perfect the assignment, including those reasonably necessary to effectuate the recordation of the assignment.

MEDTRONIC, INC.

By [Signature]

Its VICE PRESIDENT, Corp Dev't

STATE OF MINNESOTA)
) ss.
COUNTY OF ANOKA)

On this 10th day of October 2007, before me appeared Robert S. White to me known to be the same person described in and who executed the foregoing instrument, and acknowledged that she executed the same as a free act and deed with authority to do so.

[Signature]
Notary Public
LORNA KORRINE JOHNSON
Notary Public-Minnesota
My Commission Expires Jan 31, 2011

Schedule A

Trademarks and Corresponding Registrations/Applications

eSVS™

bePTFE™

ACCSS™