

12-11-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) 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): Thoratec Laboratories Corporation 11.9.01
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Thoratec Corporation
Internal Address: 6035 Stonebridge Drive
Street Address:
City: Pleasanton State: CA Zip: 94588
Corporation-State California

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: February 13, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 75/465,384; 75/566,676

B. Trademark Registration No.(s) 1,794,636; 2,446,716

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Michelle MacKenzie
Internal Address: Sheppard, Mullin, Richter & Hampton LLP
Street Address: Four Embarcadero Center 17th Floor
San Francisco State: CA Zip: 94111

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$115.00
Enclosed
Authorized to be charged to deposit account

8. Deposit account number: 501395

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Michelle MacKenzie
Name of Person Signing

Signature

November 8, 2001
Date

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Total number of pages including cover sheet, attachments, and document: 3

01 FC:481
02 FC:482

40.00
75.00

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

TRADEMARK
REEL: 002406 FRAME: 0279

State of California



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JUL 19 2001



Bill Jones

Secretary of State

A0560538

FILED
In the Office of the Secretary of State
of the State of California

FEB 20 2001

Bill Jones
BILL JONES, Secretary of State

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**CERTIFICATE OF AMENDMENT
OF THE
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
THORATEC LABORATORIES CORPORATION**

D. Keith Grossman and Cheryl D. Hess hereby certify as follows:

1. They are the President and Chief Executive Officer and Chief Financial Officer and Secretary, respectively, of Thoratec Laboratories Corporation, a California corporation (the "Corporation");

2. The Amended and Restated Articles of Incorporation are hereby amended by deleting, in its entirety, Article FIRST thereof, and inserting in its place a new Article FIRST that reads, in its entirety as follows:

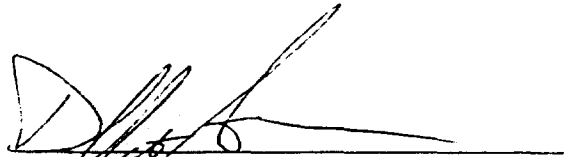
"FIRST: The name of this corporation is Thoratec Corporation".

3. The foregoing amendment to the Corporation's Articles of Incorporation has been duly approved by the Corporation's Board of Directors.

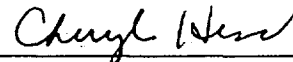
4. The foregoing amendment to the Corporation's Articles of Incorporation has been duly approved by the required vote of the Corporation's shareholders in accordance with Sections 902 and 903 of the California Corporations Code. The total number of outstanding shares of the Corporation entitled to vote with respect to the amendment was 22,421,775 shares of Common Stock. There are no shares of Preferred Stock outstanding. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50 percent.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

IN WITNESS WHEREOF, the undersigned have executed this certificate this 13 day of February 2001.



D. Keith Grossman,
President and Chief Executive Officer



Cheryl D. Hess,
Chief Financial Officer and Secretary

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