

06-01-1998



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

45094-054

To the Honorable Commissioner of

100723808

attached original documents or copy thereof.

| | |
|--|--|
| <p>1. Name of conveying party(ies): Higman Healthcare, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State - Florida <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p>2. Name and address of receiving party(ies): Name: <u>Allegiance Healthcare Corporation</u> Internal Address: _____ Street Address: <u>1430 Waukegan Road</u> City: <u>McGaw Park</u> State: <u>IL</u> ZIP: <u>60085</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No <small>(Designations must be a separate document from assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
| <p>3. Nature of conveyance: MRD 4/20/98</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>March 1, 1998</u></p> | <p>RECD APR 20 1998 TRADEMARK OFFICE</p> |
| <p>4. Application number(s) or Registration number(s): A. Trademark Application No.(s)</p> | <p>B. Trademark Registration No.(s) 1,784,373 75/360,940 75/360,942</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
| <p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>John G. Bisbikis</u> Internal Address: <u>McDermott, Will & Emery</u> _____ _____ Street Address: <u>227 West Monroe Street, Suite 4400</u> City: <u>Chicago</u> State: <u>IL</u> ZIP: <u>60606-5096</u></p> | <p>6. Total number of applications and registrations involved: <input type="text" value="3"/></p> <p>7. Total Fee (37 CFR 3.41) \$90.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 130206 (Attach duplicate copy of this page if paying by deposit account)</p> |
| <p>DO NOT USE THIS SPACE</p> | |
| <p>9. Statement and signature. <i>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.</i></p> <p><u>John G. Bisbikis</u> <u>John G. Bisbikis</u> <u>April 15, 1998</u> Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments, and document: <input type="text" value="4"/></p> | |

Mail documents to be recorded with required cover sheet information to:

Assistant Commissioner for Trademarks
Box Assignments
Arlington, VA 22202

TRADEMARK

REEL: 1732 FRAME: 0548

1784373
00000000 130206
45/20/1998 TT01111
40.00 CH
50.00 CH
01 FC:461
02 FC:482

TRADEMARK ASSIGNMENT

WHEREAS, HIGMAN HEALTHCARE, INC. (the "Assignor"), a corporation organized and existing under the laws of the State of Florida has adopted and used and is the sole and exclusive owner of the trademarks, trade names, applications and registrations listed in the attached Schedule A (the "Trademarks"), and of all of the goodwill of the business appurtenant thereto; and

WHEREAS, ALLEGIANCE HEALTHCARE CORPORATION (the "Assignee"), a corporation organized and existing under the laws of the State of Delaware, wishes to acquire the Trademarks, together with all of the goodwill of the business connected to the Trademarks, from Assignor;

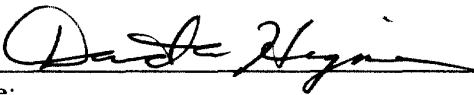
NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for and in consideration of the sum of One Dollar (\$1.00), and other valuable and legally sufficient consideration, the receipt and legal sufficiency of which is hereby acknowledged, the Assignor has sold, assigned and transferred, and by these presents does sell, assign and transfer unto the Assignee, the entire right, title and interest in and to the Trademarks, and in and to all of the goodwill of the business appurtenant thereto, together with all claims for damages by reason of infringement of same, with the right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives.

AND, the Assignor hereby warrants and covenants that it has full right to convey the entire interest herein assigned, and that it has not executed, and will not execute, any agreements inconsistent herewith.

AND, Assignor agrees to execute any instruments and to perform any acts which may be necessary to fully effectuate and record this Assignment.

IN TESTIMONY WHEREOF, the Assignor has caused this Assignment to be executed by its duly authorized representative effective as of the 1st day of March, 1998.

HIGMAN HEALTHCARE, INC.

By: 
Title: _____

SCHEDULE A

TRADEMARKS

| <u>Mark</u> | <u>Registration/ Application Number</u> | <u>Registration/ Application Date</u> |
|--------------------|--|--|
| HIGMAN HEALTHCARE | 1,784,373 | July 27, 1993 |
| HIGMAN – PC.COMPDB | 75/360,940 | September 22, 1997 |
| HIGMAN – OR.COMPDB | 75/360,942 | September 22, 1997 |

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RECORDED: 03/05/1998

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REEL: 1732 FRAME: 0550