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07-22-1998



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Docket No.:

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To the Honorable Commissioner of Patents and Trademarks

100771176

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Wace USA, Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 15, 1997

2. Name and address of receiving party(ies):

Name: Lab One, Inc.

Internal Address:

Street Address: 1001 West Adams Street

City: Chicago State: IL ZIP: 60607

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Illinois
- 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 numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,703,788

Additional numbers attached?  Yes  No

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

Name: Keith W. Medansky

Internal Address:

Street Address: Rudnick & Wolfe

P.O. Box 64807

City: Chicago State: IL ZIP: 60664-0807

6. Total number of applications and registrations involved:.....

1

7. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
- If enclosed check is insufficient, Authorized to be charged to deposit account

8. Deposit account number:

18-2284

07/23/1998 DNGUYEN 00000373 1703788

01 FC:481

40.00 DP

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.

Keith W. Medansky

*Keith W. Medansky*

July 22, 1998

Name of Person Signing

Signature

TRADEMARK Date

Total number of pages including cover sheet, attachments, and documents: 4000

## ASSIGNMENT OF TRADE MARK

This assignment of Service Mark is made as of this 15th day of December, 1997 by and between Wace USA, Inc., a Delaware corporation, with its principal place of business located at 200 east Ohio Street, Chicago, Illinois 60611 ("Assignor") And Lab One, Inc., an Illinois corporation, with its principal place of business at 1001 West Adams Street, Chicago, Illinois 60607, ("Assignee").

Whereas, Assignor and Assignee have entered into a certain Asset Purchase Agreement of even date herewith, (the "Purchase Agreement") under the terms of which Assignor has agreed to sell to Assignee substantially all of Assignor's Assets and business (as defined in the Purchase Agreement) associated with Assignor's Ross Ehlert Photo Lab division located at 225 West Illinois street in Chicago, Illinois; and

Whereas, among the Assets being sold to the Assignee are all of the Assignor's right title and interest in and to U.S. Trademark Registration No. 1,703,788 for the service mark "Ross Ehlert Photo Labs" for photographic film developing, photograph mounting and laminating of photographs, and all rights attendant thereto (the "Trademark"); and

Whereas, the Assignor and the Assignee desire to evidence the assignment of the Trademark by this Assignment, all in fulfillment of the terms and conditions of the Purchase Agreement.

NOW, THEREFORE, for good and valuable consideration, including the sum of Ten Dollars (\$10.00) in hand paid, the receipt and sufficiency of which are hereby acknowledged, the Assignor and the Assignee agree as follows:

ASSIGNOR HEREBY SELLS, ASSIGNS, AND TRANSFERS UNTO ASSIGNEE ALL OF ASSIGNOR'S RIGHT TITLE AND INTEREST IN AND TO U.S. TRADEMARK REGISTRATION NO. 1,703,788 TOGETHER WITH ALL ASSOCIATED GOOD WILL AND ALL CLAIMS AND RIGHTS IT MAY HAVE, AT LAW OR EQUITY, FOR PAST OR PRESENT INFRINGEMENTS OF THE TRADEMARK.

In witness whereof the parties have caused this assignment of Trademark to be executed on the date first above written.

Wace USA, Inc.

By: John T. Hanson  
its V.P. CFO  
print name John T. Hanson

Lab One, Inc.

By: [Signature]  
its President  
print name Greg Faulkner

Witnesses:

Michael H. H.  
L. Amy Cheng

State of Illinois

County of Cook

Before me this 15th day of December, 1997 came John T. Hanson, known to me to be the Vice President of Wace USA, Inc., the company named in the foregoing Assignment of Trademark, and acknowledged his and its execution thereof as their free act and deed.

(SEAL)

Denise Y. McMillan  
Notary Public  
State of Illinois  
My Commission expires 06/06/2000

