

08-07-1998



FORM PTO-1618A

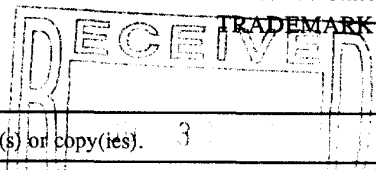
Expires 06/30/99

OMB 0651-0027

U.S. Department of Commerce  
Patent and Trademark Office

100789227

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY



MRD 7-31-98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission  
Document ID #
- Correction of PTO Error  
Reel # Frame #
- Corrective Document  
Reel # Frame #

Conveyance Type

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nunc Pro Tunc Assignment
- Effective Date  
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Medical Systems Corp.  
Formerly

Execution Date  
Month Day Year  
06 30 98

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization State of New York

Receiving Party

Mark if additional names of receiving attached

Name Harvard Apparatus, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 84 October Hill Road

Address (line 2)

Address (line 3) Holliston City Massachusetts State/Country 01746 Zip Code

- Individual
- Corporation
- Other
- General Partnership
- Association
- Limited Partnership
- Citizenship/State of Incorporation/Organization Commonwealth of Massachusetts

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

~~08/04/1998 SMITH 00000075 1781545~~

01 FC:481  
02 FC:482

40.00 OP  
25.00 DP

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 1763 FRAME: 0641

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name  
Address (line 1)  
Address (line 2)  
Address (line 3)  
Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number 617-570-1000

Name Joan C. Kelleher  
Address (line 1) Goodwin, Procter & Hoar LLP  
Address (line 2) Exchange Place  
Address (line 3) 53 State Street  
Address (line 4) Boston, MA 02109

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

# 3

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached  
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

OXYSPOT - 1,721,545  
OXYMAP - 1,769,771

**Number of Properties**

Enter the total number of properties involved

# 2

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 65.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

# 07-1700

Authorization to charge additional fees:

Yes

No

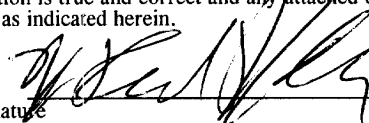
**Statement and Signature**

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. Charges to deposit account are authorized, as indicated herein.

H. David Henken

Name and Person Signing

Signature



Date Signed

2/30/99

**EXHIBIT A**

OXYSPOT

Registration No. 1721545

OXYMAP

Registration No. 1769771

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ASSIGNMENT OF TRADEMARKS

Effective Date: June 30, 1998

WHEREAS, Medical Systems Corp., a corporation organized and existing under the laws of the State of New York, having a place of business at 1 Plaza Road, Greenvale, New York 11548 (the "Assignor"), has adopted and used the trademarks (the "Marks") identified on Exhibit A hereto, and as of the Effective Date of this Assignment of Trademarks was using and was the owner of the registrations of such Marks identified on said Exhibit A in the United States Patent and Trademark Office; and

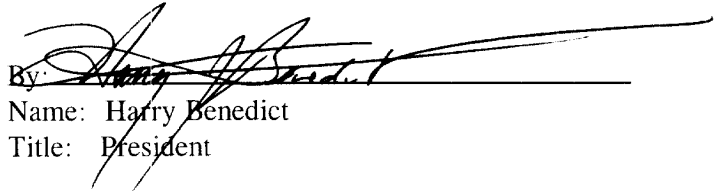
WHEREAS, Harvard Apparatus, Inc., a corporation organized and existing under the laws of the Commonwealth of Massachusetts, having a place of business at 84 October Hill Road, Holliston, Massachusetts 01746 (the "Assignee"), is desirous of acquiring said Marks and the registrations thereof and all goodwill pertaining thereto, effective as of the Effective Date hereof; and

WHEREAS, the Assignor and Assignee have entered into an Asset Purchase Agreement dated as of June 19, 1998 pursuant to which Assignee has agreed to purchase from Assignor, and Assignor has agreed to sell to Assignee, among other things, the Marks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, effective as of the Effective Date hereof, said Assignor does hereby assign, sell and transfer unto said Assignee all right, title and interest in and to the said Marks, together with (a) the registrations of said Marks, (b) the goodwill of the business symbolized by and associated with said Marks and the registrations thereof, and (c) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to said Marks or the registrations thereof or such associated goodwill.

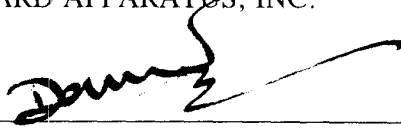
IN WITNESS WHEREOF, the Assignor, by its duly authorized officer, has executed this assignment, as an instrument under seal, effective as of the 30 day of June, 1998.

MEDICAL SYSTEMS CORP.

By:   
Name: Harry Benedict  
Title: President


The foregoing assignment of said Marks and the registration thereof by the Assignor to the Assignee is hereby accepted effective as of the date set forth above.

HARVARD APPARATUS, INC.

By:   
Name: David Green  
Title: President

STATE OF NEW YORK  
COUNTY OF NASSAU, ss:

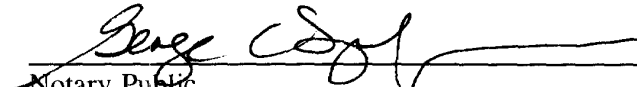
In Greenvale, New York, in said County on this 30 day of June, 1998, before me personally appeared Harry Benedict, President of MEDICAL SYSTEMS CORP., a New York corporation, to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same on behalf of the said corporation as its free act and deed.

  
Notary Public

**GEORGE C. ZAFERIOU**  
Notary Public, State of New York  
#2-4807025  
Qualified in Nassau County  
Commission Expires November 30, 1998

STATE OF NEW YORK  
COUNTY OF NASSAU, ss:

In Greenvale, New York, in said County on this 30 day of June, 1998, before me personally appeared David Green, President of HARVARD APPARATUS, INC., a Massachusetts corporation, to me known and known by me to be the party executing the foregoing instrument, and acknowledged that he executed the same on behalf of said corporation as its free act and deed.

  
Notary Public

**GEORGE C. ZAFERIOU**  
Notary Public, State of New York  
#2-4807025  
Qualified in Nassau County  
Commission Expires November 30, 1998

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