

01-22-1999

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TRADEMARKS ONLY

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To the Honorable 100950112 Patents and Trademarks:

Please record the attached original document or copy thereof.

1. Name of Party(ies) conveying an interest:

BIPOC Inc.
103 Foulk Road, Suite 288
Wilmington, DE 19803

Entity:

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

Additional name(s) of conveying party(ies) attached:

MRD 1-6-99 ---+ ---+
---+ I yes I no
---+ ---+ ---+

2. Name and Address of Party(ies) receiving an interest:

Name: Bayer Aktiengesellschaft
Internal Address: K-RP Markenschutz
Street Address: D-51368
City: Leverkusen-Bayerwerk
State/Zip: Germany

Entity:

---+ Individual(s) ---+ Association
---+ ---+ ---+
---+ General Partnership ---+ Limited Partnership
---+ ---+ ---+
---+ Corporation-State
---+ ---+
 Other Joint Stock Company
---+ ---+
Citizenship Federal Republic of Germany

3. Description of the interest conveyed:

---+ ---+ ---+ ---+
 Assignment ---+ Change of ---+ Other
---+ ---+ ---+ Name ---+ ---+
---+ Security ---+ Merger
---+ Agreement ---+ ---+
Date of execution of attached document January 4, 1999

If not domiciled in the United States, a domestic representative designation is attached:

---+ ---+ ---+ ---+
 I yes ---+ I no
---+ ---+ ---+ ---+

(The attached document must not be an assignment)
Additional name(s) and addresses attached: ---+ ---+
---+ I yes I no
---+ ---+ ---+

4. Application number(s) or registration number(s). Additional sheet attached? ---+ ---+
---+ I yes ---+ I no
---+ ---+ ---+ ---+

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 69,512; 155,382; 155,612; 229,153; 1,402,804; 1,510,657 and 1,811,399

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

Name: Brinks Hofer Gilson & Liore
P.O. Box: P.O. Box 10395
City: Chicago
State/Zip: Illinois 60610

01/21/1999 DNGUYEN 00000032 69512

01 FC:481 40.00 OP
02 FC:482 150.00 OP

6. Number of applications and registrations involved: 7

7. The \$ 190.00 filing fee is enclosed.

8. Please charge the \$ _____ filing fee to Deposit Account No. 23-1925. (duplicate copy of this page attached)

9. Please charge any deficiencies in fees or credit any overpayment to Deposit Account No. 23-1925.

DO NOT USE THIS SPACE

10. 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.

Colleen C. Butler Colleen C. Butler January 5, 1999
Name of Person Signing Signature Date

Total number of pages comprising coversheet: 121


ASSIGNMENT OF TRADEMARKS

WHEREAS, **BIPCO INC.**, a Delaware corporation with offices at 103 Fouk Road, Wilmington, Delaware, is the owner of the United States trademarks and registrations shown on the attached list;

AND WHEREAS, **BAYER AKTIENGESELLSCHAFT**, a joint stock company of the Federal Republic of Germany with offices at 51368 Leverkusen-Bayerwerk, Germany, is desirous of acquiring said trademarks and the registrations therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, **BIPCO INC.** does hereby sell, assign and transfer unto said **BAYER AKTIENGESELLSCHAFT** all right, title and interest in and to each of said trademarks, together with the goodwill of the business symbolized by said trademarks, and the registrations therefor.

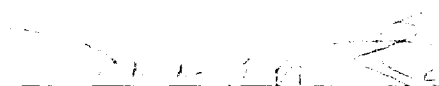
BIPCO INC.

By 

David C. Eppes
President

STATE OF DELAWARE)
) ss.
COUNTY OF NEW CASTLE)

On this **4th** day of **January**, **1999**, before me, a Notary Public in and for the County aforesaid, personally appeared **David C. Eppes**, personally known to me to be the person whose name is subscribed to the foregoing instrument who stated that he was the **President** of **BIPCO INC.**, that he had been duly authorized by the Board of Directors of said corporation to execute the foregoing instrument, and that he had signed his name to said instrument under said authority.



Notary Public
DONNA M. ZAMM
STATE OF DELAWARE
NEW CASTLE COUNTY
My Commission Expires **12/31/2000**
My Commission Expires

REGISTRATIONS ASSIGNED BY
BIPCO INC. TO BAYER AKTIENGESELLSCHAFT

<u>Mark</u>	<u>Registration No.</u>	<u>Date</u>
BAYER	155,612	June 6, 1922
BAYER CROSS	155,382	May 30, 1922
BAYER CROSS	69,512	June 16, 1908
BAYER CROSS IN CIRCLE	229,153	June 21, 1927
TOLERAID	1,402,804	July 29, 1986
THE WONDER DRUG THAT WORKS WONDERS	1,510,657	November 1, 1988
BAYER SELECT	1,811,399	December 14, 1993

ASSIGNEE, BAYER AKTIENGESELLSCHAFT, hereby appoints Jerome Gilson and the firm of Brinks Hofer Gilson & Lione, P.O. Box 10395, Chicago, Illinois 60610, as its Domestic Representative, upon whom any notice may be served with respect to the following trademarks:

<u>Trademark</u>	<u>Reg. Number</u>	<u>Reg. Date</u>	<u>Int. Class</u>
BAYER SELECT	1,811,399	12/14/93	5
THE WONDER DRUG THAT WORKS WONDERS	1,510,657	11/1/88	5
TOLERAID	1,402,804	7/29/86	5
BAYER CROSS IN CIRCLE	229,153	6/21/27	5
"BAYER"	155,612	6/6/22	5
BAYER CROSS	155,382	5/30/22	5
BAYER CROSS	69,512	6/16/08	5

BAYER AKTIENGESELLSCHAFT

Date: January 4, 1999

By: 

Name: Helmut Pastor

Title: Secretary

TOTAL P.05