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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

100964239

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

Submission Type

- ☒ New
- ☐ Resubmission (Non-Recordation)
Document ID #
- ☐ Correction of PTO Error
Reel # Frame #
- ☐ Corrective Document
Reel # Frame #

Conveyance Type

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

Conveying Party

☐ Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- ☐ Individual ☐ General Partnership ☐ Limited Partnership ☒ Corporation ☐ Association
- ☐ Other
- ☒ Citizenship/State of Incorporation/Organization

Receiving Party

☐ Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- ☐ Individual ☐ General Partnership ☐ Limited Partnership ☐ 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.)
- ☒ Corporation ☐ Association
- ☐ Other
- ☒ Citizenship/State of Incorporation/Organization

02/10/1999 DCOATES 00000163 1747748

FOR OFFICE USE ONLY

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40.00 DP

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: 1853 FRAME: 0009

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1747748"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

#

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.

JAMES F. DONATO

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS is entered into this 29th day of January, 1999, by and between BAXTER HEALTHCARE CORPORATION, a Delaware corporation, ("Assignor") and OMNICELL TECHNOLOGIES INC., a California corporation ("Assignee").

WHEREAS, Assignor is the sole and exclusive owner of all right, title and interest in and to those certain United States and foreign trademarks and trademark applications listed on Schedule A, attached hereto and incorporated herein (collectively, the "Trademarks");

WHEREAS, pursuant to that certain Asset Purchase Agreement dated as of December 18, 1998, as amended on January 25, 1999 (the "Agreement") by and between Assignee and Assignor, Assignor has agreed to cause the Trademarks to be transferred and assigned to Assignee; and

WHEREAS, pursuant to the Agreement, Assignor desires to assign and transfer to Assignee all of its right, title and interest in and to the Trademarks and Assignee is desirous of acquiring the same.

NOW, THEREFORE, for the foregoing recited consideration and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, sell and transfer to Assignee all of its right, title and interest in and to the Trademarks worldwide, together with the good will of the business symbolized by and associated with the Trademarks, the right to sue for past infringement thereof and the registrations and applications for registration therefor.

* * * *

[remainder of page intentionally left blank]

IN WITNESS WHEREOF Assignor and Assignee have executed this assignment as of the date first written above.

Baxter Healthcare Corporation

OmniCell Technologies, Inc.

By: [Signature] *cmc*

By: _____

Title: VICE PRESIDENT

Title: _____

Date: 1-29-99

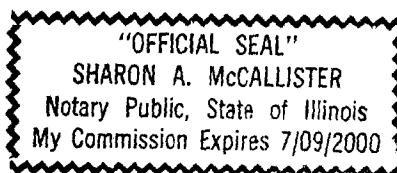
Date: _____

State of ILLINOIS)

County of COOK)

On this 29th day of January, 1999 before me appeared John Gaither, the person who signed this instrument on behalf of Baxter Healthcare Corporation who acknowledged that he/she signed it on behalf of the identified corporation as Vice President of the identified corporation and pursuant to authority duly received.

[Signature: Sharon A. McCallister]
Notary Public



IN WITNESS WHEREOF Assignor and Assignee have executed this assignment as of the date first written above.

Baxter Healthcare Corporation

OmniCell Technologies, Inc.

By: _____

By: Paul B. Fay

Title: _____

Title: VP & CFO

Date: _____

Date: _____

State of _____)

County of _____)

On this ____ day of January, 1999 before me appeared _____, the person who signed this instrument on behalf of Baxter Healthcare Corporation who acknowledged that he/she signed it on behalf of the identified corporation as _____ of the identified corporation and pursuant to authority duly received.

Notary Public

State of _____)

County of _____)

On this ____ day of January, 1999, before me appeared _____, the person who signed this instrument on behalf of OmniCell Technologies, Inc., who acknowledged that he/she signed it on behalf of the identified corporation as _____ of the identified corporation and pursuant to authority duly received.

Notary Public

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

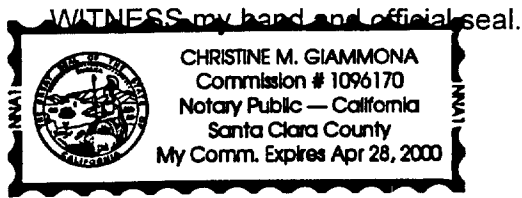
STATE OF CALIFORNIA

COUNTY OF SANTA CLARA

On January 26, 1999, before me, Christine M. Giammona, Notary Public
(Name and Title of Officer)

personally appeared Earl Fry

☐ personally known to me -or- ☒ proved to me on the basis of satisfactory evidence to be the person~~(s)~~
whose name~~(s)~~ is/~~are~~ subscribed to the within instrument and
acknowledged to me that he/~~she/they~~ executed the same in
his/~~her/their~~ authorized capacity~~(ies)~~, and that by his/~~her/their~~
signature~~(s)~~ on the instrument the person~~(s)~~, or the entity upon
behalf of which the person~~(s)~~ acted, executed the instrument.



Christine M. Giammona
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Assignment of Trademarks

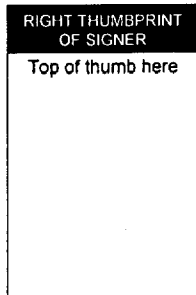
Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

CAPACITY(IES) CLAIMED BY SIGNER(S)

Signer's Name: Earl Fry

- ☒ Individual
☐ Corporate Officer
 Title: _____
☐ Partner – ☐ Limited ☐ General
☐ Attorney-in-Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____



Signer is representing:
Name of Person(s) or Entity(ies)

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer
 Title: _____
☐ Partner – ☐ Limited ☐ General
☐ Attorney-in-Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____



Signer is representing:
Name of Person(s) or Entity(ies)

SCHEDULE A

Country	Mark	(Serial No.) Reg. No.	(Filing Date) Reg. Date
U.S.	SURE-MED	1,747,748	January 19, 1993
Canada	SURE-MED	483,770	October 8, 1997
European Community	SURE-MED	(29,835)	(April 1, 1996)
Hong Kong	SURE-MED	B03971/1996	May 9, 1994
Korea (South)	SURE-MED	328,827	December 11, 1995
North Korea	SURE-MED	19922/1994	May 17, 1994

::ODMA\PCDOCS\CHICAGO4\784164\1 January 27, 1999 (4:54pm)

RECORDED: 02/09/1999

TRADEMARK
REEL: 1853 FRAME: 0015