

03-09-1999

RECORDATION FORM C
TRADEMARKS



100982617

MPD 3/4/99

To the Honorable Commissioner of Patents and Trademarks: Please r

y thereof.

1. Name of conveying party(ies):

McGhan Medical Corporation

- Individual(s): Citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation - State: **California**
- Other:

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

Name: **HPL BIOMEDICAL, Inc.**
 Address: **871 Grier Drive, Suite B-2**
 City: **Las Vegas** State: **NV** Zip: **89119**

- Individual(s): Citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation - State: **Nevada**
- Other:

3. Nature of conveyance:

- Assignment** Merger
- Security Agreement Change of Name
- 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 number(s):

A. Trademark Application No.(s):

B. Trademark Registration No.(s):

2,161,328

Additional numbers attached? Yes No

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

Name: **Michael G. Petit**
 Address: **1309-A State Street**
 City: **Santa Barbara** State: **CA** Zip: **93101**

6. Total number of application and registrations involved: 1

7. Total Fee (37CFR 3.41) \$40.00

8. Deposit Account Number:

(attach duplicate of this page if paying by deposit account)

03/08/1999 DNGUYEN 00000167 2161328

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.*

Michael G. Petit
 Name of Person Signing

Signature

2/26/99
 Date

Total number of pages including coversheet, attachments, and document: 2

ASSIGNMENT

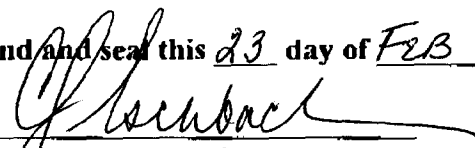
WHEREAS, McGhan Medical Corporation, having a principal place of business at 700 Ward Drive, Santa Barbara, California, 93111 USA, is the registrant of the mark "DERMASOF" (Registration No. 2,161,328 dated 2 June 1998); and

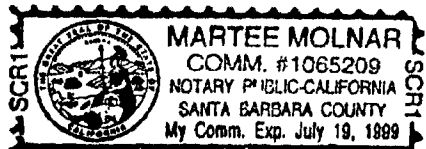
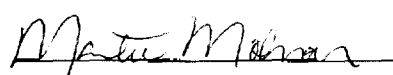
WHEREAS, HPL BioMedical, Inc., having a principal place of business at 871 Grier Drive, Suite B-2, Las Vegas, Nevada, USA is desirous of obtaining the entire right, title and interest in and to the said mark "DERMASOF" (Registration No. 2,161,328 dated 2 June 1998);

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said registrant, do hereby acknowledge that we have sold, assigned, transferred and set over, and by these presents do hereby severally and jointly, sell, assign, transfer and set over, unto the said HPL BioMedical, Inc., its successors, legal representatives and assigns, my respective right, title and interest, and the entire right, title and interest throughout the world in, to and under the said mark "DERMASOF" (Registration No. 2,161,328 dated 2 June 1998); and we hereby authorize and request the Commissioner of Patents of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to record assignments on applications and marks as aforesaid, to issue all registrations to the said HPL BioMedical, Inc., its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we will communicate to said HPL BioMedical, Inc., its successors, legal representatives and assigns, any facts known to me respecting said mark, and testify in any legal proceeding, sign all lawful papers, make all rightful oaths and generally do everything possible to aid the said HPL BioMedical, Inc., its successors, legal representatives and assigns, to obtain and enforce proper protection for said mark in all countries.

IN TESTIMONY WHEREOF, I set my hand and seal this 23 day of FEB, 1999.


C. Scott Eschbach, President
McGhan Medical Corporation

State of California)	
County of Santa Barbara)	ss:
<p>On this <u>23</u> day of <u>February</u> 199<u>9</u>, before me, <u>Martee Molnar</u> a Notary Public in and for the State and County aforesaid, personally appeared <u>C. Scott Eschbach</u>, known to me to be the person of that name, who signed and sealed the foregoing instrument, and acknowledged the same to be his free act and deed.</p>		
SEAL:		<p> Notary Public</p>