

04-08-1999

FORM PTO-1694
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

Mad 3/30/99

1. Name of conveying party(ies):

M-D, Inc.

CORP/FINANCE

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

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

3. Nature of conveyance:

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

Execution Date: 3/19/99

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

Name: Reliance Medical Products, Inc.

Internal Address: 3535 King's Mill Road

Street Address: 3535 King's Mill Road

City: Mason State: OH ZIP: 45040-2303

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

74-419845

B. Trademark registration No.(s)

Additional numbers attached? Yes No

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

Name: Tracey A. Chriske

Taft, Stettinius & Hollister LLP

Internal Address:

425 Walnut St., Suite 1800

Cincinnati, Ohio 45202-3957

Street Address: 425 Walnut St., Suite 1800

City: Cincinnati State: OH ZIP: 45202-3957

6. Total number of applications and registrations involved

1

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

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

20-0053

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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40.00 OP

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.

Tracey A. Chriske

Taft, Stettinius & Hollister LLP

Tracey A Chriske

3/23/99

TRADEMARK
REEL: 1879 FRAME: 0728

TRADEMARK ASSIGNMENT

WHEREAS, M-D, Inc., a Utah corporation, having its principal offices at 381 West Center, Pleasant Grove, Utah 84507 (hereafter, "ASSIGNOR") is the owner of the marks listed on Appendix A attached hereto and made a part hereof (collectively, the "Marks"); and

WHEREAS, Reliance Medical Products, Inc., a Delaware corporation, having its principal offices at 3535 King's Mill Road, Cincinnati, Ohio 45040-2303 (hereafter "ASSIGNEE"), is desirous of acquiring the Marks, together with the good will of the business with which the Marks are used and which is connected with the use of or symbolized by the Marks, and any and all registrations and applications for registration of the Marks;

NOW, THEREFORE, in consideration of the foregoing and of the mutual promises hereinafter set forth, the parties agree as follows:

1. Assignment.

For and in consideration of cash monies and other good and valuable consideration, the receipt of which is hereby acknowledged by ASSIGNOR, ASSIGNOR hereby sells, transfers, conveys and assigns unto ASSIGNEE or such other entity as ASSIGNEE directs, the entire right, title and interest in and to the Marks, all registrations and applications for registration of the Marks, including those specifically identified on Appendix A attached hereto, the right to recover for past infringement of the Marks (except as described in Section 2 below) and the good will of the business in connection with which the Marks are used and which is symbolized by the Marks.

2. Representations and Warranties.

Assignor hereby represents and warrants to Assignee: (i) each of the Marks has been duly registered in, filed in, or issued by the patent and trademark office or intellectual property register of the applicable jurisdiction as noted in Appendix A, (ii) none of the Marks is subject to any license, agreement or other proprietary right, (iii) there are no conflicting rights of third parties, or conflicting rights claimed by third parties to exist, with respect to any of the Marks, and (iv) each of the Marks is owned by ASSIGNOR and is free of any liens or encumbrances.

3. Additional Documentation.

ASSIGNOR and ASSIGNEE each agree to execute such additional documents and perform such additional tasks as are required to effectuate the terms of this Assignment, including without limitation, the execution and filing of any documents necessary to transfer the trademark registrations and applications for registration of the Marks in the countries where such registrations or applications are registered or filed.

ASSIGNOR: M-D, INC.

By: 

Name: Jeffrey Poore

Title: Chairman

ASSIGNEE: RELIANCE MEDICAL PRODUCTS, INC.

By: [Signature]

Name: DENNIS Imwalle

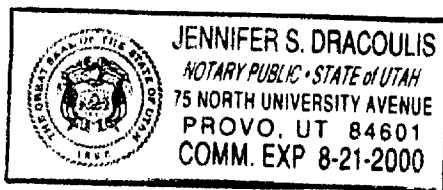
Title: PRESIDENT

STATE OF Utah)
COUNTY OF Utah) ss

The foregoing instrument was acknowledged before me this 19 day of March, 1999, by Jeffrey Poore, the of M-D, Inc., a Utah corporation.

[Signature]
Notary Public

My Commission Expires: 8-21-2000



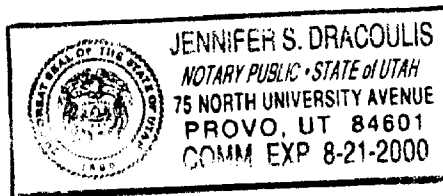
STATE OF Utah)
COUNTY OF Utah) ss

The foregoing instrument was acknowledged before me this 19 day of March, 1999, by Dennis Imwalle the President of Reliance Medical Products, Inc., a Delaware corporation.

[Signature]
Notary Public

My Commission Expires:

TRADMAR2.REL 8-21-2000



APPENDIX A

Marks

1. "Healthchair Group" - federal registration application serial number 74-419845.

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TRACEY A. CHRISKE
(513) 357-9314
chriske@taftlaw.com

March 23, 1999

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

Commissioner of Patents & Trademarks
Box Assignments
Washington, DC 20231

Re: Filing of Assignment

Dear Sir or Madam:

Enclosed please find the following documents to be filed with your office:

1. Recordation Form Cover Sheet for Trademarks Only between M-D, Inc. and Reliance Medical Products, Inc., for recording a Trademark Assignment executed March 19, 1999.
2. A true copy of the original Trademark Assignment executed by the parties.
3. A check in the amount of \$40.00 for filing fees.
4. A self-addressed, stamped postcard.

Please acknowledge receipt of the above items by applying your date stamp to the postcard and returning the same to me.

Please send all correspondence regarding this application, including the Notice of Recordation, to me at the above address.

This firm maintains a deposit account numbered 20-0053 with your office. You are authorized to debit this firm's account for any shortage or to credit this account for any excess in the funds submitted in connection with this correspondence.

If you have any questions, please do not hesitate to contact our office.

Sincerely,


Tracey A. Chriske

TC/skb
COMMISS3.LTR
Enclosure

RECORDED: 03/30/1999

TRADEMARK
REEL: 1879 FRAME: 0732