

07-21-1999

EET

Docket No.:



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OPTIFILL-9

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To the Honorable Commissioner of Pat.

101097670

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Baxter International, Inc. *med 7-14-99*

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

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

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

Name: AutoMed Technologies, Inc.
Internal Address: _____
Street Address: 900 Asbury Drive
City: Buffalo Grove State: IL ZIP: 60069

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 31, 1999

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)
75/635,045

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

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

Name: John E. Munger
Internal Address: Jansson, Shupe, Bridge & Munger, Ltd.

Street Address: 245 Main Street, Suite M

City: Racine State: WI ZIP: 53403

6. Total number of applications and registrations involved:..... 1

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

Enclosed *YOE*
 Authorized to be charged to deposit account

8. Deposit account number:
10-0270 (Deficiency Only)

07/21/1999 MTHA11 00000103 75635045
01 FC:481 40.00 OP

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.

John E. Munger *John E. Munger* July 14, 1999
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

TRADEMARK

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS is entered into effective *nunc pro tunc* as of the 31st day of March, 1999, by and between **BAXTER INTERNATIONAL INC.**, a Delaware corporation, (“Assignor”) and **AUTOMED TECHNOLOGIES, INC.**, a Delaware corporation (“Assignee”).

WHEREAS, Assignor is the sole and exclusive owner of all right, title and interest in and to the United States and foreign Trademark and Trademark Application (hereinafter collectively referred to as the “Trademark”) listed below:

The Trademark OPTIFILL including the Trademark Application serial no. 75/635,045 for OPTIFILL in International Class 9.

WHEREAS, pursuant to that certain Asset Purchase Agreement dated as of December 21, 1998, as amended by the First Amendment thereto dated March 31, 1999 (the “Agreement”) by and between Assignee and Baxter Healthcare Corporation (“Baxter”), Baxter has agreed to cause the Trademark to be transferred and assigned from Assignor 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 Trademark 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 Trademark worldwide, together with the good will of the business symbolized by and associated with the Trademark, 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 International Inc.

AutoMed Technologies, Inc.

By: Jan Storn Reed FCMK

By: Dwain Chely

Title: Corporate Secretary

Title: President

Date: June 29, 1999

Date: 7/6/99

State of IL)

County of LAKE)

On this 29th day of June, 1999 before me appeared JAN STORN REED, the person who signed this instrument on behalf of Baxter International Inc. who acknowledged that he/she signed it on behalf of the identified corporation as CORPORATE SECRETARY of the identified corporation and pursuant to authority duly received.



Linda Lee
Notary Public