

2/17/00

03-08-2000

FORM PTO-1594 (Rev. 8-83) OMB No. 0551-0011(exp. 4/94)



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COVER SHEET 3 ONLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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Tab settings

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

1. Name of conveying party(ies): BEI Medical Systems Company, Inc 100 Hollister Road Teterboro, NJ 07608



02-17-2000

U.S. Patent & TMO/TM Mail Rcpt Dt. #26

- Individuals(s) Association General Partnership Limited Partnership Corporation-State DE Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: December 3, 1999

Name and address of receiving party(ies)

Name: CooperSurgical Acquisition Corp.

Internal Address: Suite 590

Street Address: 6140 Stoneridge Mall Road

City: Pleasanton State: CA ZIP: 94588

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

If assignee is not determined in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separated document from assignment) Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) 75/121,563 75/262,269 75/262,270

B. Trademark Registration No.(s) 1,895,535 2,059,376

Additional numbers attached? Yes No

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

Name: John Sheckler

Internal Address: O'Sullivan Graev & Karabell, LLP

Street Address: 30 Rockefeller Plaza

24th Floor

City: NY State: NY ZIP: 10112

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) \$

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

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

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.

Robert Buccarelli Name of Person Signing

Robert Buccarelli Signature

2/15/00 Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments

TRADEMARK ASSIGNMENT

WHEREAS, BEI Medical Systems Company, Inc., a corporation organized and existing under the laws of the State of Delaware, having its principal place of business at 100 Hollister Road, Teterboro, New Jersey 07608 ("Assignor"), owns and uses the trademarks and the applications therefor set forth on Schedule A hereto (the "Trademark");

WHEREAS, pursuant to the Asset Purchase Agreement dated as of October 1, 1999, as amended, by and between Assignor and CooperSurgical Acquisition Corp., a corporation organized and existing under the laws of the State of Delaware, having its principal place of business at 6140 Stoneridge Mall Road, Suite 590, Pleasanton, CA 94588 ("Assignee"), Assignor is transferring substantially all of its assets, including the Trademarks, to Assignee;

WHEREAS, Assignee is desirous of acquiring the entire right, title and interest in and to the Trademarks, including the right to bring actions for infringement of the Trademarks occurring prior to the date of this Assignment.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for good and valuable consideration, the receipt and legal sufficiency of which are hereby acknowledged, the Assignor has sold, assigned, and transferred, and by these presents does sell, assign, and transfer to the Assignee, the Assignor's entire right, title and interest in and to the Trademarks (including but not limited to the trademark application therefor), identified on Schedule A attached to this Assignment, including the right to bring actions for infringements of the Trademarks occurring prior to the date of this Assignment, together with that part of Assignor's business and that part of the goodwill of the Assignor's business connected with and symbolized by the Trademarks.

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Schedule A

BEI MEDICAL SYSTEMS – BEI TRADEMARKS
Intellectual Property


#	Trademark Title	Date Issued	Trademark #	Trademark Status	Registered Country(ies)
1	Mon-Gyn®	5/23/95	1,895,535	Registered	U.S.
2	Signature Series™	Filed 6/17/96	75/121,563	Registration Pending	U.S.
3	Nichols-Veronikis®	5/6/97	2,059,376	Registered	U.S.
4	Corvus™	Filed 3/21/97	75/262,269	Registration Pending	U.S.
5	Hystron™	Filed 3/12/97	75/262,270	Registration Pending	U.S.
6	PLUS II™	1/1/96		Claimed	
7	Integrated Video System™	9/96		Claimed	

CONFIDENTIAL

IN TESTIMONY WHEREOF, the Assignor has caused this Assignment to be signed and executed by its undersigned duly authorized officer.

BEI MEDICAL SYSTEMS COMPANY, INC.

Date: December 3, 1999

By: 
Name: Thomas W. Fry
Title: Vice President, Finance and Administration

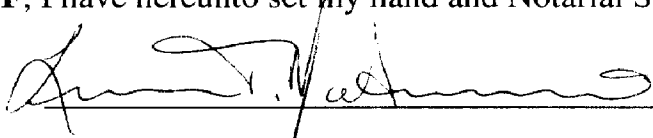
STATE OF [New Jersey])
) ss;
COUNTY OF [Bergen])

CERTIFICATE OF ACKNOWLEDGEMENT

I, Lorraine T. Montemurro, a Notary Public, in and for the County and State aforesaid, do hereby certify that Thomas W. Fry, known to me to be Vice President, Finance and Administration of BEI Medical Systems Company, Inc., appeared before me this day, in person, and acknowledged that he signed, sealed and delivered the foregoing instrument as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 3 day of December, 1999.

LORRAINE T. MONTEMURRO
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Aug.04, 2003


Notary Public

My Commission Expires: _____