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FORM PTO-1618A Expires 08/30/99 OMS 0851-0027

03-15-2000



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03-07-2000 U.S. Patent & TMOfc/TM Mail Rept Dt. #34

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY ane Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies). Submission Type Conveyance Type License **Assignment** New Resubmission (Non-Recordation) Security Agreement **Nunc Pro Tunc Assignment** Document ID # Effective Date Month Day Year Merger Correction of PTO Error Reel # Frame # Change of Name **Corrective Document** Corrected Assignment Reel # | 001953 Frame # 0988 Other Conveying Party Mark if additional names of conveying parties attached **Execution Date** Month Day Year 8-16-99 Name | Quest Diagnostics Incorporated Formerly . Limited Partnership X Individual Corporation **Association** General Partnership Other Delaware Citizenship/State of Incorporation/Organization Receiving Party Mark if additional names of receiving parties attached SmithKline Beecham Corporation Name DBA/AKA/TA Composed of One Franklin Plaza Address (line 1) Address (line 2) 19101 Address (ine 3) Philadelphia Pennsylvania State/Country Zio Code If document to be recorded is an Individual General Partnership Limited Partnership assignment and the receiving party is not domiciled in the United States, an Corporation **Association** appointment of a domestic representative should be attached. Other (Designation must be a separate document from Assignment.) Citizenship/State of Incorporation/Organization Pennsylvania Corporation FOR OFFICE USE ONLY

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 gethering the data meeted to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Petent and Tradement Office, Chief Information Officer, Washington, D.C. 2023's and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwerk Reduction Project (0851-0827), Washington, D.C. 20803. See OME Information Collection Budget Peckage 0851-0827, Patent and Tradement Assignment Procision, DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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REEL: 002034 FRAME: 0030

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Domestic Representative Name and Address	Enter for the first Receiving Party only.		
Name Teresa M. Hechmer			
Address (Mine 1) Vice President, Director and Trac	demark Counsel		
Address (Mne 2) SmithKline Beecham Corporation			
Address (line 3) 709 Swedeland Road			
Address (line 4) King of Prussia, PA 19406-0939			
Correspondent Name and Address Area Code and	d Telephone Number 610-270-4471		
Name Teresa M. Hechmer			
Address (line 1) Vice President, Director and Tra	ademark Counsel		
Address (line 2) SmithKline Beecham Corporation			
Address (line 3) 709 Swedeland Road			
Address (line 4) King of Prussia, PA 19406-0939			
Pages Enter the total number of pages of the at including any attachments.	ttached conveyance document #		
Trademark Application Number(s) or Registrat Enter either the Trademark Application Number or the Registration (Number (DO NOT ENTER BOTH numbers for the same property).		
Trademark Application Number(s) 75/448630	Registration Number(s)		
Alumbor of Deposition			
Number of Properties Enter the total number of			
Fee Amount Fee Amount for Properties Method of Payment: Enclosed	40.00		
Deposit Account	Deposit Account x		
(Enter for payment by deposit account or if additional fees can be Deposit Account			
Authorization to	to charge additional fees: Yes X No 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.			
Teresa M. Hechmer	- Were 3/7/2000		
Name of Person Signing	Signature Date Signed		

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FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

09-08-1999



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	MARKS ONLY Please record the attached original document(s) or copy(ies).
Submission Type 6 1-66	Conveyance Type
x New	x Assignment License
Resubmission (Non-Recordation) Document ID #	Security Agreement Nunc Pro Tunc Assignment
Correction of PTO Error Reel # Frame #	Merger Month Day Year
Corrective Document Reel # Frame #	Change of Name Other
Communication Position	Made it additional names of convenience addition added
	Month Day Ye
Name SmithKline Beecham Corporat	ion 08 16 9
Formerly	
Individual General Partnership	Limited Partnership X Corporation Association
Other	
Citizenship/State of Incorporation/Organizati	tion Pennsylvania
Receiving Party	Mark if additional names of receiving parties attached
Name Quest Diagnostics Incorp	orated
DBA/AKA/TA	
Composed of	
One Malcolm Avenue	
Address (line 1)	
Address (line 2)	
Address(line 3) Teterboro	New Jersey 07608
Individual General Partnership	State/Country Zip Code Limited Partnership If document to be recorded is an
Corporation Association	assignment and the receiving party is not domiciled in the United States, an
Corporation Association	appointment of a domestic representative should be attached.
Other	document from Assignment.)
X Citizenship/State of Incorporation/Organizati	
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ADDRESS.

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U.S. Department of Commerce Patent and Trademark Office TRADEMARK

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Express Ma	il No. EJ435199906US			
FORM PTO- Expires 06/30/99 OMB 0651-0027	1618B Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK		
Domestic R	epresentative Name and Address Ente	r for the first Receiving Party only.		
Name	Jay M. Brown			
Address (line 1)	Assistant Secretary and Chief Paten	t Counsel		
Address (line 2)	Quest Diagnostics Incorporated			
Address (line 3)	33608 Ortega Highway			
Address (line 4)	San Juan Capistrano, CA 92690			
Correspondent Name and Address Area Code and Telephone Number (949) 728-4747				
Name	Jay M. Brown			
Address (line 1)	Assistant Secretary and Chief Paten	t Counsel		
Address (line 2)	Address(line 2) Quest Diagnostics Incorporated			
Address (line 3)	33608 Ortega Highway			
Address(line 4) San Juan Capistrano, CA 92690				
Pages Enter the total number of pages of the attached conveyance document # 2				
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).				
75-44863	demark Application Number(s) 75-451722 75-113245	Registration Number(s)		
75-395146 75-198844				
75-29731				
Number of Properties Enter the total number of properties involved. # 7				
Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 280.00 Method of Payment: Enclosed				
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 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.				
JAYM	Brown GMm	CEPT. 1, 1999		
Name	of Person Signing Signat	ure Date Signed		

TRADEMARK REEL: 002034 FRAME: 0033

ASSIGNMENT OF INTENT-TO-USE TRADEMARK APPLICATIONS

WHEREAS, SmithKline Beecham Corporation, a Pennsylvania corporation, with an address of One Franklin Plaza, Philadelphia, Pennsylvania, 19101 (hereinafter "Assignor"), owns the trademarks and applications for registration listed on the attached Schedule (hereinafter "Trademarks"); and

WHEREAS, Assignor has applied to register the Trademarks on the Principal Register of the United States Patent and Trademark Office based on Assignor's bona fide intent to use the Trademarks in commerce in connection with the goods and/or services described in the registration applications therefor;

WHEREAS, Quest Diagnostics Incorporated, a Delaware corporation, with an address of One Malcolm Avenue, Teterboro, New Jersey, 07608 (hereinafter "Assignee"), pursuant to the Stock and Asset Purchase Agreement between Assignor and Assignee dated February 9, 1999, as amended (the "Stock and Asset Purchase Agreement"), has purchased from Assignor the Business (as defined therein) in connection with which Assignor has a bona fide intent to use the Marks, and in connection with such purchase, desires to acquire the Assignor's entire right, title and interest in and to the Trademarks, and the goodwill of the business symbolized thereby.

NOW THEREFORE, for the consideration stated in the Stock and Asset Purchase agreement and other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the parties agree as follows:

- 1. As of the Closing Date (as defined in the Stock and Asset Purchase Agreement), Assignor does hereby sell, assign and transfer, and cause its Affiliates (as defined in the Stock and Asset Purchase Agreement) to sell, assign and transfer unto Assignee the entire right, title and interest, in and to the Trademarks and registration applications therefor, together with the goodwill of the business symbolized thereby.
- 2. Except as expressly provided in the Stock and Asset Purchase Agreement, Assignor makes no warranty, express or implied, with respect to the Trademarks.

Upon Assignee's request and at Assignee's expense, Assignor will take all actions and execute all documents reasonably necessary to perfect the interest assigned hereby.

SmithKline Beecham Corporation

By: Donald & Paiman

Name: Donald & Paiman

Title: Scirctury

August 14, 1999

SCHEDULE

<u>Mark</u>	<u>Application Serial No.</u>	Application Date
CENTERED ON INTEGRITY	75-448630	March 11, 1998
BIOSCIENCE & Design	75-395146	November 24, 1997
SELECTEST PLUS	75-297313	May 23, 1997
TESTSURE	75-451722	March 17, 1998
TESTED AND TRUSTED FOR OVER TWO DECADES	75-198844	November 15, 1996
INFORMED VIEW	75-113244	June 3, 1996
INFORMED VISIONS	75-113245	June 3, 1996

[NYCORP: 873903.3:4735B:08/05/1999--3:10p]

RECORDED: 03/07/2000

TRADEMARK REEL: 002034 FRAME: 0035