

MAILED 3/16/00

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

04-05-2000

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



101305639

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment
- Merger  Effective Date  
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

- Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

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FOR OFFICE USE ONLY

01 FC:481 40.00 OP  
02 FC:482 300.00 OP

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 gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 002043 FRAME: 0464

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**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).

**Trademark Application Number(s)**

**Registration Number(s)**

<input type="text" value="75291515"/>	<input type="text" value="75490993"/>	<input type="text" value="75570685"/>
<input type="text" value="75570294"/>	<input type="text" value="75570492"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2167477"/>	<input type="text" value="2231257"/>	<input type="text" value="2237557"/>
<input type="text" value="2235141"/>	<input type="text" value="1894880"/>	<input type="text" value="1927016"/>
<input type="text" value="1994281"/>	<input type="text" value="1830181"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

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:

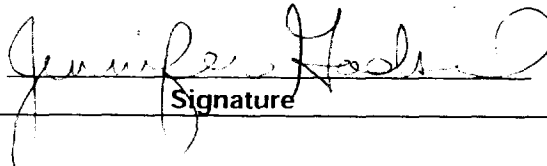
Yes

No

**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.

Name of Person Signing

  
Signature

Date Signed

## ASSIGNMENT OF TRADEMARKS AND TRADEMARK APPLICATIONS

WHEREAS, Laboratory Tops, Inc., a corporation organized and existing under the laws of the State of Texas ("Seller"), having a place of business at 3206 North Main Street, Taylor, Texas 76574, is the owner of the trademarks and trademark applications identified on Exhibit A attached hereto; and

WHEREAS, Lab Tops Acquisition Corp., a corporation organized and existing under the laws of the State of Delaware ("Buyer"), having a place of business at c/o Metapoint Partners, Three Centennial Drive, Peabody, Massachusetts 01960, is desirous of acquiring said trademarks and trademark applications;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, said Seller does hereby assign, sell and transfer unto said Buyer all right, title and interest in and to the said trademarks and trademark applications identified on Exhibit A, together with (a) the goodwill associated with said trademarks and trademark applications; (b) that portion of the business to which the marks pertain to the extent that trademark applications have been filed under Section 1(b) of the Trademark Act of 1946, as amended; and (c) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to said trademarks or trademark applications (and any trademark(s) issuing with respect thereto).

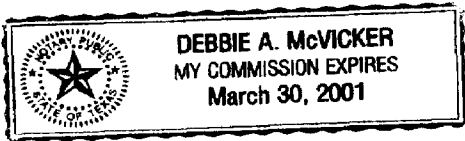
IN WITNESS WHEREOF, Seller, by its duly authorized officer, has executed this assignment, as an instrument under seal as of this 9<sup>th</sup> day of February, 2000.

LABORATORY TOPS, INC.

By: [Signature]  
Name: Harold J. Erbs  
Title: President

STATE OF Texas )  
 )  
COUNTY OF Williamson ) ss.

On this the 9<sup>th</sup> day of February, 2000, before me appeared Harold J. Erbs, the person who signed this instrument, who acknowledged that he is the President of Laboratory Tops, Inc. and that he signed such instrument as a free act on behalf of Laboratory Tops, Inc.



[Signature]  
Notary Public  
My commission expires: 3/30/01

The foregoing assignment by the Seller to the Buyer is hereby accepted as of the 11th day of February, 2000.

LAB TOPS ACQUISITION CORP.

By: [Signature]  
Name: Keith C. Shaughnessy  
Title: President

COMMONWEALTH OF MASSACHUSETTS )  
  )     ss.  
COUNTY OF    )

On this the 11th day of February, 2000, before me appeared Keith C. Shaughnessy, the person who signed this instrument, who acknowledged that he is the President of Lab Tops Acquisition Corp. and that he signed such instrument as a free act on behalf of Lab Tops Acquisition Corp.

[Signature]  
Notary Public  
My commission expires: 7/9/04

Exhibit A

**Trademarks and Trademark Applications**

<u>Application No./ Registration No.</u>	<u>Date Filed/ Date Registered</u>	<u>Trademark Name</u>	<u>Country</u>	<u>Status</u>
75,291,511 2,167,477	5/13/97 6/23/98	"LABTOPS"	United States	Registered
75,291,512 2,231,257	5/13/97 3/9/99	"DROPIN"	United States	Reg. on Suppl. Register
75,291,514 2,237,557	5/13/97 4/6/99	"CLASSICTOP"	United States	Registered
75,291,516 2,235,141	5/13/97 3/23/99	"LABCORRAL"	United States	Registered
75,291,515	11/10/98	"ADA DROPIN"	United States	Pending
75,490,993	3/26/98	"SOLTRA"	United States	Pending
75,570,685	10/14/98	"LABORATORY TOPS" (logo only)	United States	Pending
75,570,294	10/14/98	"LABORATORY TOPS" (word with logo)	United States	Pending
75,570,492	10/14/98	"LABTOPS" (word, logo and phrase)	United States	Pending
74466995/ 1894880	5/23/95	LT (design with LT superimposed on earth)	United States	Registered
74466576/ 1927016	10/17/95	LT (LT design)	United States	Registered
74342405/ 1994281	8/20/96	Laboratory Tops, Inc.	United States	Registered
74320300/ 1830181	4/12/94	LT (LT design)	United States	Registered