

*CORRECTIVE
MAD
5-31-00*

06-05-2000



101340967

Date: _____
No.: 1688-00300
May 29, 2000

ASSIGNMENT (DOCUMENT) COVER SHEET - TRADEMARKS

To the Assistant Commissioner for Trademarks: Please record the attached original document or copy thereof:

- 1. Name of conveying party(ies) (Assignor):
- 2. Name and address of party(ies) to whom transfer is made:

CYBEX INTERNATIONAL, INC.

HENLEY HEALTHCARE, INC.
120 Industrial Blvd.
Sugar Land, Texas 77478

3. Nature of conveyance: Assignment Change of Name Other: Document previously recorded at Reel 1650, Frame 309 contained an error in property Registration No.: 1.516.283, Registration Date: December 13, 1988, Mark: EDI 320. Said property is not included in the assignment document recorded. Document Re-recorded to correct error on stated reel.

Execution Date: October 6, 1997

- 4. Identification of application:

Registration No.: 949,266
Registration Date: December 26, 1972
Mark: FIFRON

- 5. Address to which document should be returned after recordal:

Elizabeth W. King
Conley, Rose & Tayon, P.C.
P. O. Box 3267
Houston, Texas 77253-3267

- 6. Total number of pages including cover sheet, attachments and document: 19

- 7. Fee payment is provided for as follows:

- Attached is a check in the sum of \$ _____.
- Charge account No. 03-2769 if any additional fee is due on credit account No. 03-2769 with any overpayment.
- Charge account No. 03-2769 for any fees due.

- 8. 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.

*Charge
40*

Elizabeth W. King
Conley, Rose & Tayon, P.C.
P. O. Box 3267
Houston, Texas 77253-3267
Tel. No. (713) 238-8000

11-05-1997



Docket No.: 1688-00300

October 29,

RECEIVED

NOV 03 1997

RECEIPT ACCORDING TO

ASSIG

100563615

LET - TRADEMARKS

11-3-97

To the Assistant Commissioner for Trademarks: Please record the attached original document or copy thereof:

1. Name of conveying party(ies) (Assignor):

CYBEX INTERNATIONAL, INC.

2. Name and address of party(ies) to whom transfer is made:

HENLEY HEALTHCARE, INC.
120 Industrial Blvd.
Sugar Land, Texas 77478

3. Nature of conveyance:

Assignment Change of Name Other _____

Execution Date: October 6, 1997

4. Identification of application:

Registration No.: 1,516,283
Registration Date: December 13, 1988
Mark: EDI 320

Registration No.: 949,266
Registration Date: December 26, 1972
Mark: FITRON

Registration No.: 1,280,026
Registration Date: May 29, 1984
Mark: KINETRON

Serial No.: 680,189
Filing Date: May 26, 1995
Mark: NORM

Serial No.: 680,191
Filing Date: May 26, 1995
Mark: NORM

Registration No.: 1,238,168
Registration Date: May 17, 1983
Mark: ORTHOTRON

Registration No.: 1,317,885
Registration Date: February 5, 1985
Mark: UBE

Serial No.: 75/284,146
Filing Date: April 30, 1997
Mark: NORM

Serial No.: 75/284,137
Filing Date: April 30, 1997
Mark: NORM

5. Address to which document should be returned after recordal:

DAVID A. ROSE
Conley, Rose & Tayon, P.C.
P. O. Box 3267
Houston, Texas 77253-3267

6. Total number of pages including cover sheet, attachments and document: 10

7. Fee payment is provided for as follows:

- New Application Transmittal (Item 13)
- FWC Transmittal (Item VIII)
- Attached is a check in the sum of \$ _____
- Charge account No. 03-2769 if any additional fee is due or credit account No. 03-2769 with any overpayment.
- Charge account No. 03-2769 for any fees due.

8. 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.

DAVID A. ROSE
Reg. No. 26,223
Conley, Rose & Tayon, P.C.
P. O. Box 3267
Houston, Texas 77253-3267

Tel. No. (713) 238-8000

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT, by and between CYBEX INTERNATIONAL, INC., A New York corporation, (hereinafter "Assignor"), and HENLEY HEALTHCARE, INC., a Texas corporation (hereinafter "Assignee")

WHEREAS, Assignor has adopted, used and is using, and is the owner of each of the trademarks and/or service marks listed on Exhibit A (the "Trademarks"); and

WHEREAS, Assignee is desirous of acquiring all right, title and interest in and to the Trademarks, the registrations therefor and the goodwill symbolized thereby;

NOW, THEREFORE, for and in consideration of the monies paid by Assignee pursuant to the Asset Purchase Agreement, executed concurrently herewith, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Assignor, Assignor does hereby assign unto Assignee, all right, title and interest throughout the world in and to the Trademarks, together with the registrations for the Trademarks and the goodwill symbolized by the Trademarks; and all rights of actions on account of present and future unauthorized use of the Trademarks and for infringement thereof.

Assignor hereby covenants and agrees that it will, at the expense of Assignee, its successors and assigns, execute all papers and perform such other acts as may be reasonably necessary to give Assignee, its successors and Assigns, the full benefit of this Assignment.

Further, this Assignment shall be binding upon Assignor and its successors and assigns.

Further, this Assignment shall inure to the benefit of Assignee, and its respective successors, trustees, devisees and assigns.

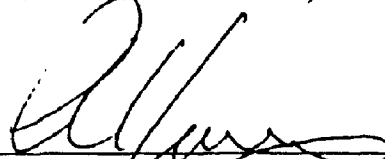
Further, Assignor warrants that it shall deliver to Assignee all original trademark files in its possession or under its control that relate to the Trademarks and the applications therefore.

[SIGNATURE PAGES FOLLOW]

EXECUTED on this 14th day of October, 1997, to be effective as of the 30th day of September, 1997, in Medway, Norfolk County, Massachusetts.

ASSIGNOR

CYBEX INTERNATIONAL, INC.

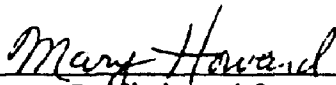


Peter C. Haines, President

THE STATE OF MASSACHUSETTS §
 §
COUNTY OF NORFOLK §

BEFORE ME, the undersigned, a Notary Public in and for Norfolk County, Massachusetts, on this day personally appeared Peter C. Haines, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said Cybex International, Inc., a New York corporation, and that he executed the same as the act and deed of such corporation for the purpose and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 14th day of October, 1997.



Notary Public in and for
The State of Massachusetts

(Seal)

My Commission Expires: 11/03/2000

EXECUTED on this 6th day of October, 1997, to be effective as of the 30th day of September, 1997, in Sugar Land, Fort Bend County, Texas.

ASSIGNEE

HENLEY HEALTHCARE, INC

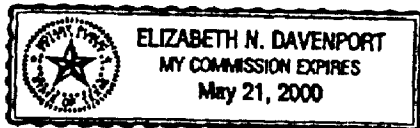
Michael M. Barbour

Michael M. Barbour, President

THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

BEFORE ME, the undersigned, a Notary Public in and for Fort Bend County, Texas, on this day personally appeared Michael M. Barbour, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said Henley Healthcare, Inc., a Texas corporation, and that he executed the same as the act and deed of such corporation for the purpose and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 6th day of October, 1997.



Elizabeth N. Davenport
Notary Public in and for
The State of T E X A S

(Seal)

May 21, 2000
My Commission Expires:

EXHIBIT "A"

TRADEMARKS

The term "Trademarks" as used in the Trademark Assignment shall mean and include the trademarks and service marks listed below and any and all U.S. and foreign registrations thereof including those identified on the attachment to this Exhibit:

TMC
NORM
UBE
KINETRON
KINETRON II
ORTHOTRON
ORTHOTRON II
KT 1
KT 2
FITRON

K:\FH\Haley\00300\Assignment Trademark NEW

Date: 08/14/96
Time: 14:17:18

Trademark List for Client: CYBEX
by Trademark then Country
in ALL COUNTRIES

Page: 11

Country	Case Number	Status	Application Number/Date	Registration Number/Date	Next Renewal
k:					
EDI 320					
UNITED STATES	11754.11B	Registered	672401 07/16/87	1516283 12/13/88	12/13/0
Classes: 10					
Goods: INSTRUMENTS FOR MEASURING ANGULAR ROTATION OF BODY JOINTS					
FITRON					
UNITED STATES	8685.2030	Renewed	403830 09/29/71	949266 12/26/72	12/26/
Classes: 28 10					
Goods: ATHLETIC EXERCISE MACHINES					
Remarks:11754.43					
KINETRON					
AUSTRALIA	8685.2018A	Renewed	473259 09/23/87	A473259 04/18/85	04/18/
Classes: 10					
Remarks:DIV APPLICATION BASED ON REG A425501 4/18/85 11754.23A					
KINETRON					
CANADA	8685.2018	Registered		345217 09/23/88	09/23/
Remarks:11754.23					
KINETRON					
FRANCE	8685.2018	Ren Reg	741056 04/24/85	1307030 04/24/85	04/24/
Classes: 10					
ETRON					
GERMANY	8685.2018	Renewed	L28178/10Wz 05/08/85	1088006 02/17/86	05/08/
Classes: 10					
Remarks:11754.23					

Date: 08/14/96
Time: 14:17:33

Trademark List for Client: CYBEX
by Trademark then Country
in ALL COUNTRIES

Page: 22

Country	Case Number	Status	Application Number/Date	Registration Number/Date	Next Renewal
KINETRON ITALY	8685.2018	Ren Reg	19065C/85 04/30/85	439228 07/24/86	04/30/01
Classes: 10 Remarks:11754.23					
KINETRON JAPAN	8685.2018	Registered	60-40744 04/22/85	2070128 08/29/88	08/29/91
Classes: 10L Goods: CHEMICAL, OPTICAL, PHOTOGRAPHIC, MEDICAL APPARATUS & INSTRUMENTS Remarks:11754.23					
KINETRON SWEDEN	8685.2018	Renewed	85-2836 04/16/85	199238 12/20/85	12/20/01
Classes: 10 Goods: EXERCISE DEVICES PROVIDING CONTROLLABLE SPEED & RANGE OF MOTION Remarks:11754.23					
KINETRON SWITZERLAND	8685.2018	Registered	2423 04/18/85	340980 04/18/85	04/18/01
Classes: 10 Remarks:11754.23					
KINETRON UNITED KINGDOM	8685.2018	Renewed	1240936 04/30/85	1240936 07/21/86	04/30/01
Classes: 10 Remarks:11754.23					
KINETRON UNITED STATES	8685.2018	Registered	409107 12/29/82	1280026 05/29/84	05/29/01
Classes: 28 Goods: EXERCISE APPARATUS-NAMELY, WEIGHT LIFTING APPARATUS Remarks:11754.23					
MAN DESIGN UNITED STATES	8685.2026	Registered	362968 05/05/82	1241038 06/07/83	06/07/01
Classes: 10 28 Goods: PHYSICIAN THERAPY MACHINES & ATHLETIC EXERCISE MACHINE Remarks:11754.58					

Date: 08/14/96
Time: 14:17:47

Trademark List for Client: CYBEX
by Trademark then Country
in ALL COUNTRIES

Page: 13

Country	Case Number	Status	Application Number/Date	Registration Number/Date	Next Renewal
NORM					
UNITED STATES	8685.2015A	Published	680189 05/26/95		
Classes: 10 Goods: PHYSICAL THERAPY, PHYSICAL REHABILITATION AND SPORTS MEDICINE EQUIPMENT, NAMELY EXTREMITY TESTING, TRAINING AND REHABILITATION MACHINES Remarks:11754.158A					
NORM					
UNITED STATES	8685.2015B	Published	680191 05/26/95		
Classes: 28 Goods: EXERCISE EQUIPMENT, NAMELY EXTREMITY TESTING, TRAINING AND FITNESS MACHINES Remarks:11754.158B					
ORTHOTRO:					
AUSTRALIA	8685.2028	Renewed	382428 10/12/82	A382428 10/12/82	10/12/00
Classes: 28 Remarks:11754.24					
ORTHOTRON					
CANADA	8685.2028	Registered		344719 09/09/88	09/09/00
Remarks:11754.24					
ORTHOTRON					
FRANCE	8685.2028	Ren Req	741057 04/24/85	1307031 04/24/85	04/24/00
Classes: 10 28 Remarks:11754.24					
ORTHOTRON					
ITALY	8685.2028	Ren Req	19066C/85 04/30/85	439229 07/24/86	04/30/00
Classes: 10 Remarks:11754.24					
ORTHOTRON					
JAPAN	8685.2028	Registered	60-40745 04/22/85	2025797 02/22/88	02/22/00
Classes: 10L Goods: CHEMICAL, OPTICAL, PHOTOGRAPHIC, & MEDICAL APPARATUS & INSTRUMENTS Remarks:11754.24					

Date: 06/14/96
Time: 14:18:01

Trademark List for Client: CYBEX
by Trademark then Country
in ALL COUNTRIES

Page: 1

Country	Case Number	Status	Application Number/Date	Registration Number/Date	Next Renewal
ORTHOTRON JAPAN	8685.2028A	Registered	60-40746 04/22/85	1994789 10/27/87	10/27
Classes: 24L Goods: TOYS, DOLLS, RECREATION EQUIPMENT, SPORTING & GYMNASTIC GOODS Remarks:11754.24A					
ORTHOTRON SWEDEN	8685.2028	Renewed	85-2837 04/16/85	200599 03/27/86	03/27
Classes: 10 Goods: COMBINATION EXERCISERS & DYNAMOMETERS FOR GENERAL THERAPEUTIC USE Remarks:11754.24					
ORTHOTRON SWITZERLAND	8685.2028	Registered	2425000 04/16/85	340981 04/18/85	04/18
Classes: 10 Remarks:11754.24					
ORTHOTRON UNITED STATES	8685.2028	Registered	363985 05/05/82	1238168 05/17/83	05/17
Classes: 10 28 Goods: PHYSICAL THERAPY MACHINES & ATHLETIC EXERCISE MACHINES Remarks:11754.24					
USE UNITED STATES	8685.2021	Registered	425971 05/25/83	1317885 02/05/85	02/05/85
Classes: 10 28 Goods: WEIGHT LIFTING APPARATUS USED FOR PHYSICAL THERAPY & WEIGHT TRAINING Remarks:11754.56					

NORM

UNITED STATES PENDING APPLICATION SER. #75/284,146 FILED 04/30/97

INTERNATIONAL CLASS 28

GOODS: EXERCISE EQUIPMENT, NAMELY, EXTREMITY TESTING, TRAINING AND FITNESS MACHINES

NORM

UNITED STATES PENDING APPLICATION SER. #75/284,137 FILED 04/30/97

INTERNATIONAL CLASS 10

GOODS: PHYSICAL THERAPY, PHYSICAL REHABILITATION AND SPORTS MEDICINE EQUIPMENT, NAMELY, EXTREMITY TESTING, TRAINING AND REHABILITATION MACHINES