

023/31/00

04-24-2000

FORM PTO-168A
Expires 06/30/99
OMB 0651-0027

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



2000 MAR 31 PM 2:06

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**OPR/FINANCE 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 # 101237090
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

- 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 Association
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

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.)

04/24/2000 JSHABAZZ 00000212 75476549

FOR OFFICE USE ONLY

01 FC:481
02 FC:482
(40.00 DP)
(250.00 DP)

04-24-2000 101332354

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 Project (0651-0027), Washington, D.C. 20503. See OMR Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND RECORDATION DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 002057 FRAME: 0494

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)

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.

Elisa Raley

Elisa Raley

3/31/00

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 08/30/99
OMB 0651-0027

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

Conveying Party

Enter Additional 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

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Registration Number(s)

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OPR/FINANCE RECORDATION FORM COVER SHEET
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MED 12.20.99

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01 FC:481 40.00 OP
02 FC:482 100.00 OP

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Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75476549"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1327963"/>	<input type="text" value="948482"/>	<input type="text" value="697372"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="631633"/>	<input type="text" value="737778"/>	<input type="text" value="991099"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1734316"/>	<input type="text" value="1732411"/>	<input type="text" value="1706201"/>

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.

Elisa Raley
Name of Person Signing

Elisa Raley
Signature

December 20, 1999
Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

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ASSIGNMENT OF TRADEMARK

ASSIGNMENT OF TRADEMARK (the "Assignment") made as of November 16, 1999 by MERIAL AH, INC., a Delaware corporation ("Assignor").

WHEREAS, Assignor and Bimeda Inc. ("Assignee") are parties to an Asset Purchase Agreement, dated as of November 16, 1999 (the "Agreement"), providing among other things for the execution and delivery of documents as reasonably requested by Assignee (capitalized terms used herein without definition shall have the meanings set forth in the Agreement);

WHEREAS, Assignee desires to acquire all of Assignor's right, title and interest in, to and under the trademarks set forth on Schedule A (the "Assigned Marks") and the goodwill with which they are associated and which is symbolized by the Assigned Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

Assignor does hereby sell, assign, transfer and deliver to Assignee, and Assignee hereby accepts, all right, title and interest of Assignor in, to and under the Assigned Marks throughout the world, any and all registrations and applications for registration thereof, and the goodwill of the Business connected with the use thereof and symbolized thereby, free and clear of all liens; all rights to apply for registrations for any thereof and any other rights corresponding thereto with full benefit of priority therein as may now or hereafter be granted to it by law, treaty or other international convention; and all rights, interests, claims and demands recoverable in law or equity, that Assignor has or may have in profits and damages for past, present and future infringements or other unauthorized use of the Assigned Marks, including, without limitation, the right to compromise, sue for and collect such profits and damages; the same to be held and enjoyed by Assignee, its successors and assigns or their legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made.

Assignor hereby agrees that it shall and shall cause each of its affiliates to, from time to time, execute and deliver to Assignee or its successors or assigns or their legal representatives, such additional instruments, documents, conveyances and assurances and take such other actions as shall be necessary or otherwise reasonably requested by Assignee to confirm and assure the rights and obligations provided for in the Agreement and this Assignment and render effective the consummation of the transactions contemplated hereby and thereby.

All representations and warranties from Assignor to Assignee in the Agreement with respect to the Assigned Marks and the other rights assigned above are incorporated herein by reference. Nothing contained herein shall be deemed to modify, direct, expand or amend any of such representations and warranties or rights and remedies of any Assignor or Assignee under the Agreement.

This Assignment shall be binding upon and shall inure to the benefit of the parties and their respective successors and assigns.

This Assignment shall be governed by and construed and enforced in accordance with the laws of the United States in respect of trademark issues and in all other respects, including as to validity, interpretation and effect, by the laws of the State of New York, without giving effect to the conflict of laws rules thereof.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed as of the date first above written.

MERIAL AH, INC.

By: *Michael E. Wanner*
Name: *Michael E. Wanner*
Title: *Secretary / Treasurer*

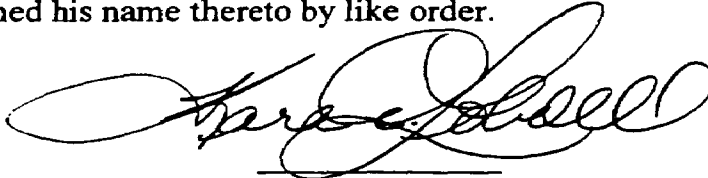
"Express Mail" mailing label No. *EL086268882US*
Date of Deposit *December 20, 1999*

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.13 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20231.

Elisa Raley
(Typed or printed name of person mailing paper or fee)
Elisa Raley
(Signature of person mailing paper or fee)

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 16th day of November, 1999, before me personally came Michael Wanner to me known, who being by me duly sworn, did depose and say that s/he resides at 140 Melbourne Drive, Athens, GA 30606; that he is the Secretary/Treasurer of Merial AH, Inc., the corporation described in and which executed the above instrument; that s/he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation and that he signed his name thereto by like order.



Notary Public

KARA A. LOBDELL
Notary Public, State of New York
NO. 02LO8031220
Qualified in New York County
Commission Expires Sept. 27, 2001

[seal]

"Express Mail" mailing label No. E1086268882US
Date of Deposit December 20, 1999

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20231.

Elisa Raley

(Typed or printed name of person mailing paper or fee)

Elisa Raley

(Signature of person mailing paper or fee)

SCHEDULE I

U. S. Trademarks

<u>TRADEMARK</u>	<u>STATUS (APPLICATION OR REGISTRATION)</u>	<u>SERIAL/ REGISTRATION NUMBER</u>
CARBAM	REGISTRATION	1,327,963
ERYTHRO	REGISTRATION	948,482
ERYTHRO	REGISTRATION	697,372
GALLIMYCIN	REGISTRATION	631,633
GALLIMYCIN	REGISTRATION	737,778
OSBORN	APPLICATION	75/476,549 (PENDING)
PLEXAMINO	REGISTRATION	991,099
POLYOX	REGISTRATION	1,734,316
SUSTAIN III	REGISTRATION	1,732,411
VETA-K1	REGISTRATION	1,706,201
VICETON	REGISTRATION	1,756,379