

6-13-00

07-17-2000

D

FORM PTO-1594
1.31-92

RECORDATION FORM CO
TRADEMARKS



DEPARTMENT OF COMMERCE
Patent and Trademark Office

101405496

To the Honorable Commissioner of Patents and Trademarks: Please reco.

<p>1. Name of conveying party(ies):</p> <p>Name: <u>Patrick Quinn</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>3325 Laurel Canyon Boulevard</u></p> <p>City: <u>Studio City</u> State: <u>CA</u> ZIP: <u>91604</u></p> <ul style="list-style-type: none"> • Individual(s) • General Partnership • Corporation-State - _____ • Other _____ • Association • Limited Partnership <p>Additional name(s) of conveying party(ies) attached? • Yes • No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Sage BioPharma, Inc.</u></p> <p>Internal Address: <u>Bedminster I. 2nd Floor</u></p> <p>Street Address: <u>135 U.S. Highway, Routes 202/206</u></p> <p>City: <u>Bedminster</u> State: <u>NJ</u> ZIP: <u>07921</u></p> <ul style="list-style-type: none"> • Individual(s) citizenship _____ • Association _____ • General Partnership _____ • Limited Partnership _____ • Corporation State <u>Delaware</u> • Other _____ <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: • Yes • No (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? • Yes • No</p>
<p>3. Nature of Conveyance:</p> <ul style="list-style-type: none"> • Assignment • Security Agreement • Other _____ • Merger • Change of Name <p>Execution Date: <u>January 29, 1999</u></p>	



06-13-2000

U.S. Patent & TMO/TM Mail Rcpt Dt. #39

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.</p> <p><u>2098113</u></p> <p><u>2105747</u></p> <p><u>2027885</u></p> <p>Additional numbers attached? • Yes • No</p>
---	---

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Amy Marie Sanford</u></p> <p>Internal Address: <u>Harwell Howard Hyne</u></p> <p><u>Gabbert & Manner, P.C.</u></p> <p>Street Address: <u>1800 First American Center</u></p> <p><u>315 Deaderick Street</u></p> <p>City: <u>Nashville</u> State: <u>TN</u> ZIP: <u>37238-1800</u></p>	<p>6. Total number of applications and registrations involved. <u>3</u></p> <p>7. Total fee (37 CFR 3.41): \$ <u>90.00</u></p> <ul style="list-style-type: none"> • Enclosed • Authorized to be charged to deposit account <p>8. Deposit account number:</p> <p>(Attached duplicate copy of this page if paying by deposit account)</p>
---	--

07/14/2000 ASECOTT 00000194 2098113

01 FC:481 40.00 DP

02 FC:482 50.00 DP

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 GALLOTTO _____ Robert Galotto _____ 5-24-00 _____

Name of Person Signing Signature Date

Total number of pages comprising cover sheet [1]

ASSIGNMENT OF TRADEMARKS

WHEREAS, PATRICK QUINN, an individual and citizen of Australia (herein called the "ASSIGNOR"), has adopted and used for business purposes the following trademarks registered with the United States Patent and Trademark Office:

<u>Mark</u>	<u>Registration Number</u>	<u>Date of Registration</u>
"QUINN'S"	Registration No. 2,098,113	September 16, 1997
"QUINN'S HTF MEDIUM"	Registration No. 2,105,747	October 14, 1997
"QUINN'S BASAL XI HTF MEDIUM"	Registration No. 2,027,885	December 31, 1996

all as applied to tissue culture media for use in laboratory procedures and medical technologies and/or for use in medical procedures and technologies (herein collectively called the "MARKS"); and

WHEREAS, by operation of that certain Purchase Agreement dated January 27, 1999, the ASSIGNOR has agreed to sell, transfer and assign all right, title and interest in and to the MARKS to SAGE BioPharma, Inc., a Delaware corporation (herein called the "PURCHASER"); and

WHEREAS, the PURCHASER is desirous of acquiring the entire right, title and interest of the ASSIGNOR in and to the aforesaid Marks together with all right, title and interest in and to said Marks and the good will thereof;

WHEREAS, in consideration of the sum of \$6,972.23 and other good and valuable consideration, the sufficiency of which is hereby acknowledged, said ASSIGNOR has agreed to sell, transfer and assign all right, title and interest in and to the MARKS, and does hereby sell, assign, transfer and convey the same, to the PURCHASER, together with the good will of all that part of the business of Advanced Reproductive Technologies Inc., a California corporation, with which said Marks have been used and to which they are appurtenant; and

NOW, THEREFORE, for and in consideration of good and valuable consideration to him in hand paid and delivered, the receipt and sufficiency whereof is hereby acknowledged, the undersigned ASSIGNOR does hereby sell, assign and transfer unto the PURCHASER, SAGE BioPharma, Inc., its successors and assigns, the entire right, title and interest of the undersigned ASSIGNOR throughout the world, in and to said MARKS, the right to do business under the name and style of the Marks, together with the good will of that business in connection with which said MARKS have been used and to which they are appurtenant; and

In addition to the aforesaid registrations of the MARKS with the United States Patent and Trademark Office, the undersigned ASSIGNOR does hereby sell, assign and transfer unto the PURCHASER, SAGE BioPharma, Inc., its successors and assigns, the entire right, title and interest of the undersigned ASSIGNOR to trademark applications previously filed in other jurisdictions as to the mark "QUINN'S" and any registrations resulting therefrom, including without limitation (i) European Community Application No. 358515, (ii) Germany, Registration No. 39616069 registered August 21, 1996, and (iii) an application for registration in Japan.

