

08-17-2000



101435017

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
- 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)

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

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.)

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

08/16/2000 MTR:11 00000218 1427068

01 FC:481
02 FC:482

Public burden reporting for the 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 CMB 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

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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,427,068"/>	<input type="text" value="1,175,763"/>	<input type="text" value="1,174,267"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,167,935"/>	<input type="text" value="1,196,155"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,162,400"/>	<input type="text" value="1,434,610"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

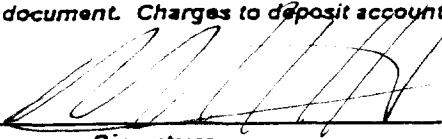
Method of Payment: Enclosed Deposit Account

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.

Mark A. Wright 

Name of Person Signing Signature Date Signed

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made this 18th day of April, 2000 by Healthco International, Inc., a Delaware corporation ("Assignor").

WHEREAS, Assignor, through its Chapter 7 Bankruptcy trustee, has entered into a Purchase and Sale Agreement, dated as of April 18, 2000 (the "Agreement"), with Deborah T. Tillotson, an individual residing in Boston, Massachusetts ("Assignee"), pursuant to which Assignor has agreed to sell and Assignee has agreed to purchase certain trademarks, United States federal registrations and foreign trademark registrations of Assignor, including the goodwill symbolized by these trademarks, United States federal registrations and foreign trademark registrations; and

WHEREAS, in connection with the consummation of the transactions under the Agreement, Assignor desires to assign to Assignee all of Assignor's right, title and interest in and to all common law trademarks in the United States and throughout the world, including United States and foreign trademark registrations listed on Schedule A attached hereto, and the goodwill symbolized and associated with the marks (collectively, "Trademarks"); and

WHEREAS, Assignee desires to acquire all of Assignor's right, title and interest in, to and under said Trademarks, and the goodwill symbolized and associated with the marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and set over to Assignee, her successors, legal representatives and assigns, all of Assignor's right, title and interest in and to the Trademarks together with the goodwill associated with said Trademarks and all registrations and/or applications thereof (including, without limitation, all proceeds thereof and the rights to sue for past, present and future infringements), the same to be held and enjoyed by Assignee, for her own use and on behalf of her successors, legal representatives and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor, had this sale and assignment not been made.

Assignor hereby requests the Commissioner of Patents and Trademarks and the proper officer in all foreign trademark offices to record Assignee as assignee of the United States trademark registrations and foreign trademark registrations listed on Schedule A for the sole use and enjoyment of Assignee, her successors, legal representatives and assigns.

HEALTHCO INTERNATIONAL, INC.

By: 

Name: William A. Brandt, Jr.

Title: Chapter 7 Trustee of Healthco International, Inc.

SCHEDULE A

UNITED STATES TRADEMARK REGISTRATIONS:

<u>Mark</u>	<u>Date of Registration</u>	<u>Registration Number</u>
Healthco (H and Design)	February 3, 1987	1,427,068
Healthco (H and Design)	September 8, 1981	1,167,935
Healthco (H and Design)	July 28, 1981	1,162,400
Healthco (H and Design)	November 3, 1981	1,175,763
Healthco (H and Design)	May 25, 1982	1,196,155
Healthco	March 31, 1987	1,434,610
Healthco (H and Design)	October 20, 1981	1,174,267

SCHEDULE A

FOREIGN TRADEMARK REGISTRATIONS:

<u>Mark</u>	<u>Country</u>	<u>Registration Number</u>
HEALTHCO	Benelux	372,304
Plus H and Design	Benelux	372,305
HEALTHCO	Canada	TMA235,036
H HEALTHCO	Denmark	VR 1557 1982
HEALTHCO	France	1,079,022
HEALTHCO	France	1,664,016
HEALTHCO	Italy	378,589
HEALTHCO (and Design)	Switzerland	315,088