

09-06-2000



101450210

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 8 8 00

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
12151999

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year
12151999

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of conveying 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

09/01/2000 NTHA11 00000206 2255352

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 75.00 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: 002129 FRAME: 0254

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

(214) 969-1785

Name

Darin Klemchuk

Address (line 1)

Thompson & Knight L.L.P.

Address (line 2)

1700 Pacific Avenue, Suite 3300

Address (line 3)

Dallas, Texas 75201

Address (line 4)

Pages

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

#

5

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

2255352	2050918	2081601
2103383	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

4

Fee Amount

Fee Amount for Properties Listed (37 CFR 3:41):

\$

115.00

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:

#

20-0821

Authorization to charge additional fees:

Yes

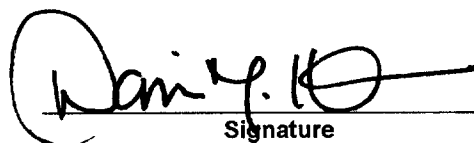
No

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.

Darin Klemchuk

Name of Person Signing



Signature

8 AUG 2000

Date Signed

ASSIGNMENT OF INTELLECTUAL PROPERTY AND INTANGIBLES

THIS ASSIGNMENT OF INTELLECTUAL PROPERTY AND INTANGIBLES (this "Assignment") is dated and effective as December 15, 1999, by and among Bemiss-Jason Corporation, a California corporation ("Assignor"), and DEKA Medical, Inc., a Florida corporation ("Assignee").

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement, dated as of December 15, 1999 (the "Purchase Agreement");

NOW, THEREFORE, for good and valuable consideration, the sufficiency of which is hereby acknowledged, it is hereby agreed as follows:

1. Effective as of the Closing Date, Assignor hereby assigns and Assignee hereby receives from Assignor, all of Assignor's rights, title and interest in and to the following assets that are owned or held by Assignor (collectively, "Intangibles"), free and clear of all liens, security interests, charges, encumbrances and similar rights of others, other than those liens, claims, and encumbrances listed in Section 3.6 (a) of the Purchase Agreement.

All of Assignor's:

(i) permits and approvals issued by the U.S. Food & Drug Administration which are in effect and relate to the Business, including, but not limited to, those permits listed on Schedule A hereto;

(ii) proprietary information, trade secrets, customer lists and similar confidential information, technical information and data, trademarks (including, but not limited to, those listed on Schedule B hereto), trade names and service marks, and machinery and equipment warranties and service contracts, in each case to the extent primarily relating to the Purchased Assets; and

(iii) intangible assets which are primarily used in the operations of the Business, which are not Excluded Assets.

2. This Assignment shall not be deemed to supersede any of the provisions of the Purchase Agreement, and if there is any conflict between the terms of this Agreement and the Purchase Agreement, the terms of the Purchase Agreement, as applicable, will prevail.

3. Assignor and Assignee agree to execute and deliver such further instruments, agreements and assurances, as may be reasonably requested by the other, to evidence and provide for the assignment by Assignor and the acceptance by Assignee of the Intangibles as set forth herein.

4. Except as specifically defined herein, all capitalized terms shall have the meaning set forth in the Purchase Agreement.

IN WITNESS WHEREOF, the parties have executed this Assignment as of the date first above written.

ASSIGNOR:

BEMISS-JASON CORPORATION
a California corporation

By: John M. Lurie
Name: John M. Lurie
Its: Chairman

ASSIGNEE:

DEKA MEDICAL, INC.
a Florida corporation

By: _____
Kimber L. Vought
Its: President

IN WITNESS WHEREOF, the parties have executed this Assignment as of the date first above written.

ASSIGNOR:

BEMISS-JASON CORPORATION
a California corporation

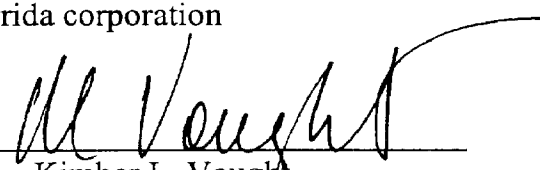
By: _____

Name: _____

Its: _____

ASSIGNEE:

DEKA MEDICAL, INC.
a Florida corporation

By:  _____

Kimber L. Vought

Its: President

SCHEDULE A

Food and Drug Administration Permits and Approvals and Device Listings

Document No.: A780112
Classification Name: Drape, Surgical
Classification Number: 79KKX / 878.4370
Proprietary Name: Bemiss-Jason Desposable Drape
Common or Usual Name: Desposable Surgical Drape

Document No.: A860365
Classification Name: Surgical Drape and Accessories
Classification Number: KKKX
Proprietary Name: Bemiss-Jason Triad Medical EZ Fit Equipment Cover
Common or Usual Name: Equipment Cover

Document No.: A860363
Classification Name: Catheter Guide Wire
Classification Number: DQX
Proprietary Name: Bemiss-Jason Angiographic Procedure Tray
Common or Usual Name: Angiographic Procedure Tray

Document No.: A0980011
Classification Name: Gown, Surgical
Classification Number: 79FYA
Proprietary Name: Bemiss-Jason Surgical Gown
Common or Usual Name: Surgical Gown

Document No.: A860364
Classification Name: Electric Cardiograph Electrode
Classification Number: DRX
Proprietary Name: External Jugular CVP Catheter Kit
Common or Usual Name: External Jugular CVP Kit

Document No.: A860361
Classification Name: Catheter Introducer
Classification Number: DYB
Proprietary Name: Bemiss-Jason Introducer Percutaneous
Common or Usual Name: Introducer Percutaneous

SCHEDULE B

U.S. Trademarks

1. TRIAD MEDICAL (Registration No. 2,255,352; registered 6/22/99).
2. UNIVERSAL ANGIOGRAPHY DRAPE (Registration No. 2,050,918; registered 4/8/97).
3. SAF-T-SORB (Registration No. 2,081,601; registered 7/22/97).
4. CHEMOTHERAPY & Design (Registration No. 2,103,383; registered 10/7/97).