

03-06-2001



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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
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Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
09142000
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
09162000

Name HARLAN SPRAGUE DAWLEY, INC.

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization INDIANA

Receiving Party

Mark if additional names of receiving parties attached

Name HARLAN HOLDINGS, INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 300 DELAWARE AVENUE

Address (line 2) SUITE 1704

Address (line 3) WILMINGTON

DE

State/Country

19801

Zip Code

- Individual General Partnership Limited Partnership Association
- 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 DELAWARE

03/06/2001 6TON11 00000041 1321122

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01 FC:481
02 FC:482

40.00 OP
75.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
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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="1321122"/>	<input type="text" value="2094396"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1671291"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1718510"/>	<input type="text"/>	<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.

ROBERTS E. INVEISS
Name of Person Signing

Roberts E. Inveiss
Signature

2-20-01
Date Signed

TRADEMARK ASSIGNMENT

WHEREAS, HARLAN SPRAGUE DAWLEY, INC. ("Assignor"), an Indiana corporation, with an address of P.O. Box 29176, Indianapolis, Indiana 46229, has adopted, used and is using, and is the owner of, the following trademarks which are registered in the U.S. Patent and Trademark Office (the "Marks"):

<i>Country</i>	<i>Trademark</i>	<i>Registration Number</i>	<i>Registration Date</i>
U.S.	Sprague Dawley	1,321,122	2/19/85
U.S.	SD	1,671,291	1/7/92
U.S.	Holtzman	1,718,510	9/22/92
U.S.	APD	2,094,396	9/9/97

WHEREAS, HARLAN HOLDINGS, INC., a Delaware corporation ("Assignee"), with an address of 300 Delaware Avenue, Suite 1704, Wilmington, Delaware 19801 is desirous of acquiring the Marks and the registrations thereof, together with the goodwill symbolized thereby;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and as a capital contribution, Assignor does hereby assign, sell, transfer and convey unto Assignee all right, title and interest in and to the Marks, together with the goodwill symbolized thereby, and the above-identified registrations thereof; and Assignor does hereby further assign, sell, transfer and convey unto Assignee any and all claims of Assignor for past infringements and any and all causes of action of Assignor with respect to or arising out of the Marks.

IN WITNESS WHEREOF, the undersigned duly authorized officer of Assignor has duly executed this Trademark Assignment for and on behalf of Assignor to be effective as of the 14th day of September, 2000.

HARLAN SPRAGUE DAWLEY, INC.

By: 
Hal P. Harlan, Chairman and CEO

**TRADEMARK
REEL: 002244 FRAME: 0522**

STATE OF INDIANA)
) SS:
COUNTY OF MARION)

Before me, a Notary Public in and for said County and State, personally appeared Hal P. Harlan, the Chairman and CEO of Harlan Sprague Dawley, Inc., who acknowledged the execution of the foregoing Trademark Assignment for and on behalf of said corporation, and who, having been duly sworn, stated that any representations therein contained are true.

Witness my hand and Notarial Seal this 16th day of September, 2000.

My commission expires:
July 17, 2008

Michelle F. Stackman
Notary Public
Printed: Michelle F. Stackman
Resident of Hamilton County, Indiana

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RECORDED: 02/26/2001

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