



ASSIGNMENT OF TRADEMARKS

WHEREAS, South Bay Medical, LLC, a limited liability company organized and existing under the laws of the State of Minnesota, having a place of business at 9727 Valley View Road, Eden Prairie, Minnesota 55344 ("Assignor") has intended to use the following marks in commerce:

MARK	SERIAL NO.	FILED	INT'L CLASS
ISOCARTRIDGE	78/025,050	9/8/2000	10
ISOGUIDE	78/025,052	9/8/2000	10

and has filed applications, now assigned the serial numbers set forth above, indicating that intention, but has not yet filed an allegation of use under §§ 1(c) or 1(d) of the Trademark Act; and

WHEREAS, Assignor has adopted, used and is using the following marks in commerce:

MARK	SERIAL NO.	FILED	INT'L CLASS
ISOLOADER	78/025,042	9/8/2000	10
ISO and DESIGN	78/025,046	9/8/2000	10

(Collectively, the "Marks"); and

WHEREAS, Mentor Corporation, a corporation organized and existing under the laws of the State of California, having a place of business at 201 Mentor Drive, Santa Barbara, California 93111, ("Assignee"), is acquiring Assignor's entire business or portion thereof to which the Marks pertain as required by 15 U.S.C. § 1060, and desires to acquire the Marks together with the applications and the good will of the business symbolized by the Marks, and to enjoy the protection of any registrations that have or shall issue in connection with the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Assignor does hereby assign, transfer and sell unto Assignee, its successors and assigns all right, title and interest in and to the Marks together with the good will of the business symbolized by the Marks, and any registrations that have or shall issue in connection with the Marks, including any applications pending for registration of the Marks. Assignor further sells, assigns and transfers unto Assignee its entire right, title and interest in and to any and all causes of action and right of recovery for past infringement of the Marks.

Assignor covenants that it or its representatives will, upon the request and at the expense of Assignee, do all other lawful acts necessary to enable Assignee to obtain, maintain and enforce full benefits from the rights and interests herein assigned.

TRADEMARK  
REEL: 002244 FRAME: 0911

This assignment shall be binding upon the successors and assigns of Assignor and shall inure to the benefit of the successors and assigns of Assignee.

IN WITNESS WHEREOF, said Assignor, has executed and delivered this instrument this 19th day of January, 2001.

**AGREED:**

**SOUTH BAY MEDICAL, LLC,**  
a Minnesota limited liability company

By: *George Hoedeman*  
George Hoedeman, President

By: *Daniel Elliott*  
Daniel Elliott, Vice President

By: *Scott Anderson*  
Scott Anderson, Secretary

**Address for Notices:**

South Bay Medical, LLC  
9727 Valley View Road  
Eden Prairie, MN 55344  
Tel: (952) 995-0881  
Fax: (952) 995-0887

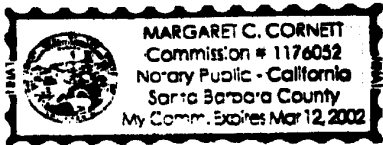
State of California :

County of Santa Barbara : ss.

Before me this 19th day of January, 2001, personally appeared *George Hoedeman, Daniel Elliott*  
*and Scott Anderson* known to me to be the person whose name is subscribed to the  
foregoing Assignment and acknowledged that he executed the same as his free act and deed for the  
purposes therein contained.

*Margaret Cornett*

(Signatures continued on following page.)



**TRADEMARK**  
**REEL: 002244 FRAME: 0912**

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

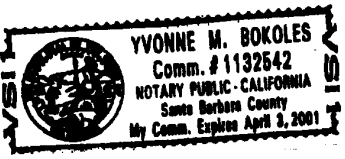
No. 5183

State of California  
County of Santa Barbara

On 1-19-01 before me, Yvonne M. Bokoles, Notary Public  
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared Christopher Conway & Adel Michael  
NAME(S) OF SIGNER(S)

personally known to me - OR -  proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Yvonne M. Bokoles  
SIGNATURE OF NOTARY

OPTIONAL SECTION

CAPACITY CLAIMED BY SIGNER

Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document.

- INDIVIDUAL
- CORPORATE OFFICER(S)  
CEO & CFO  
TITLE(S)
- PARTNER(S)  LIMITED  GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: \_\_\_\_\_

SIGNER IS REPRESENTING:

NAME OF PERSON(S) OR ENTITY(IES)  
Mentor Corporation

OPTIONAL SECTION

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

TITLE OR TYPE OF DOCUMENT Assignment of Trademarks

NUMBER OF PAGES \_\_\_\_\_ DATE OF DOCUMENT 1-19-01

SIGNER(S) OTHER THAN NAMED ABOVE George Theobald, Daniel Elliott, Scott Anderson

RECORDED: 05/03/2001

TRADEMARK  
REEL: 002244 FRAME: 0913