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FORM PTO-1595
(Rev. 6-93)

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)

TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

MMC/GATX Partnership No. 1

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: **American Medical Systems, Inc.**

Internal Address:

Street Address: **10700 Bren Road West**

City: **Minnetonka** State: **MN** ZIP: **55343**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation - **State of Delaware**
 Other

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) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Assignment and Release of Security Interest

Date of Signature: **May 11, 2001**

4. Application number(s) or trademark number(s):

A. Trademark Application No(s).

75/399,624 - UROVIVE

Additional numbers attached? Yes No

B. Trademark No(s)

5. Name and address of party to whom correspondence concerning document should be mailed:

**Barbara J. Grahn, Esq.
 Oppenheimer Wolff & Donnelly LLP
 Plaza VII, Suite 3300
 45 South Seventh Street
 Minneapolis, MN 5540
 (File: 687/550)**

6. Total number of applications and registrations involved: 1

7. Total Fee (37 CFR 3.41) \$40.00
 Enclosed
 Authorized to be charged to deposit account
 Authorized to charge any underpayment or credit any overpayment to deposit account.

8. Deposit account number:
15-0627
 (Attach duplicate copy of this page if paying by deposit account.)

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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.

Barbara J. Grahn, Esq. _____ **May 25, 2001**
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
 U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335
 Washington, D.C. 20231

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TC2: 526701 v01 05/24/2001

TRADEMARK
 REEL: 002311 FRAME: 0056

U.S. Trademark Assignment and Release of Security Interest

WHEREAS, on October 29, 1999 UroSurge, Inc. granted to MMC/GATX Partnership No. 1 ("MMC/GATX") a Security Interest in connection with U.S. trademark application No. 75/399,624 for the mark UROVIVE (the "Application"); and

WHEREAS, said grant of Security Interest on Oct. 29, 1999 by UroSurge, Inc. to MMC/GATX was invalid and erroneous because UroSurge, Inc. did not own the UROVIVE trademark or the Application on Oct. 29, 1999; and

WHEREAS, MMC/GATX erroneously identified the Grant of Security Interest in its recordation cover sheet as an "assignment of the entire interest and the goodwill" in connection with the UROVIVE trademark and the Application; and

WHEREAS, the Grant of Security Interest to MMC/GATX was erroneously recorded in the Assignment Branch of the U.S. Patent and Trademark Office as an "assignment of the entire interest and goodwill" on Dec. 14, 1999 at Rec/Prms 001966/0729; and

WHEREAS, American Medical Systems, Inc., a Delaware corporation, located and doing business at 10700 Bron Road West, Minnetonka, Minnesota 55343 (hereinafter "Assignee") is the true owner of the UROVIVE trademark and the Application and is desirous of acquiring all of the rights, title and interest, if any, of MMC/GATX in and to the UROVIVE trademark and the Application.

NOW THEREFOR, in consideration of the foregoing and for the express purpose of establishing clear title and ownership in and to the UROVIVE trademark and the Application in Assignee:

1. MMC/GATX hereby releases its entire security interest, if any, in connection with the said UROVIVE trademark and the Application; and

Assignment & Release of Security Interest
in re U.S. Trademark Appln. No. 75/399,624
Mark: UROVIVE
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2. MMC/GATX hereby sells, assigns and transfers to Assignee its entire right, title and interest, if any, in and to the UROVIVE trademark and the Application, including any goodwill and the business pertaining thereto.

IN WITNESS WHEREOF, MMC/GATX has caused this Assignment and Release of Security Interest to be duly executed in the City of Lafayette, California, on this 11th day of May 2001.

MMC/GATX Partnership No. 1
By: GATX Capital Corporation, its general partner

By: [Signature]

Print Name: RUBIN BARNARD

Print Title/Position: VICE PRESIDENT

By signing this U.S. Trademark Assignment and Release of Security Interest, MMC/GATX expressly does not release any, and reserves all of its rights to and security interests in, any license fees and royalties owing to UroSurge, Inc. RB