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07-25-2001



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

VALUE-MED PRODUCTS, INC.

- Individual(s)
- General Partnership
- Corporation - Delaware
- Other _____

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

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: June 5, 2001

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

MEDIQ/PRN LIFE SUPPORT SERVICES, INC.
One MEDIQ Plaza
Pennsauken, New Jersey 08110

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No
(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s) listed below

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,053,490

Additional numbers attached? Yes No

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

Name: GLENN A. GUNDERSEN
DECHERT
4000 BELL ATLANTIC TOWER
1717 ARCH STREET
PHILADELPHIA, PA. 19103-2793
TEL. NO. (215) 994-2183

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
(Including any underpayment)

8. Deposit account number: 04-0475

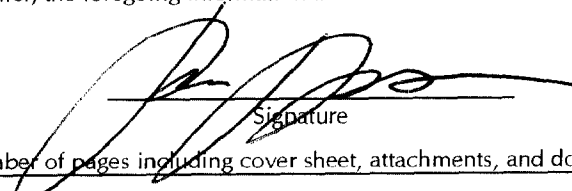
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

James J. Johnston
Name of Person Signing

 June 12, 2001
Signature Date

Total number of pages including cover sheet, attachments, and document: [3]

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT OF TRADEMARKS

STATE OF New Jersey :
 : ss.
COUNTY OF Camden :

WHEREAS VALUE-MED PRODUCTS, INC. ("Assignor"), a Delaware corporation with offices at One MEDIQ Plaza, Pennsauken, New Jersey 08110, United States of America, has adopted, used and is using the trademark shown in Schedule A hereto in its business and is the record owner of the registration also shown in Schedule A;

AND WHEREAS MEDIQ/PRN LIFE SUPPORT SERVICES, INC. ("Assignee"), a Delaware corporation with offices at One MEDIQ Plaza, Pennsauken, New Jersey 08110, United States of America, has acquired from Assignor certain assets and property used in Assignor's business and is desirous of acquiring all right, title and interest in and to the trademark shown in Schedule A hereto and used in such business (the "Trademark"), the registrations and applications for registration of the Trademark shown in Schedule A and any other registrations and applications for registration of the Trademark, and the goodwill of the business symbolized by the Trademark;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Trademark, together with the registration and application for registration of the Trademark shown in Schedule A, any other registrations and applications for registration of the Trademark, in and to all income, royalties, damages and payments now or hereafter due or payable with respect thereto and in and to all rights of action arising from the Trademark, all claims for damages by reason of past, present and future infringement of the Trademark and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made, and the goodwill of the business symbolized by the Trademark.

Dated: June 5, 2001

VALUE-MED PRODUCTS, INC.
By Kenneth R. Koester
Kenneth R. Koester
Chief Financial Officer

Subscribed and sworn to
before me on June 5th, 2001.
Patricia A. Salmon
Notary Public

**PATRICIA A. SALMON
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES JULY 28, 2005**

SCHEDULE A

VALUE-MED PRODUCTS, INC.

U.S. Trademark Registration

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
VALU-MED	2,053,490	April 15, 1997