

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings ⇌ ⇌ ⇌ ▼	RECORDATION FORM COVERSHEET TRADEMARK ONLY	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): <u>MDI Instruments, Inc.</u> <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <u>Access Sales and Marketing LLC</u> Internal Address: _____ Street Address: <u>338 Main Street</u> City: <u>Chester</u> State: <u>NJ</u> Zip: <u>07930</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input checked="" type="checkbox"/> Limited Partnership <u>New Jersey</u> <input type="checkbox"/> Corporation-State _____ <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designation must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>September 7, 2001</u>	4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) <u>2202139;</u> <u>2187724; 2155615; 2155608</u> Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning documents should be mailed: Name: <u>Donovan & Yee LLP</u> Internal Address: _____ Street Address: <u>110 Greene Street</u> <u>Suite 700</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10012</u>	6. Total number of applications and registrations involved: <input checked="" type="checkbox"/> 4 7. Total fee (37 CFR 3.41) \$ <u>115.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>50 0357</u> <small>(Attach duplicate copy of this page if paying by deposit account)</small>	
DONOT 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. <u>Marya Lenn Yee</u> <u>[Signature]</u> <u>10/21/01</u> Name of Person Signing Signature Date		
<small>Total number of pages including coversheet, attachments, and document: <input type="checkbox"/></small> <small>Mail documents to be recorded with required coversheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231</small>		

ASSIGNMENT OF TRADEMARKS

WHEREAS, MDI INSTRUMENTS, INC., a Delaware corporation having a principal place of business at 4400 North Point Parkway, Suite 158, Alpharetta, Georgia 30022, (hereinafter referred to as "ASSIGNOR"), is the owner of the trademarks and record owner of the United States trademark registrations set forth in the SCHEDULE OF TRADEMARKS annexed hereto and made a part thereof, (hereinafter referred to as the "TRADEMARKS"); and

WHEREAS, Access Sales and Marketing LLC, a New Jersey limited liability company, having a principal place of business at 338 Main Street, Chester, New Jersey 07930 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring all of the right, title and interest of ASSIGNOR in, to and under the TRADEMARKS, together with the goodwill of the business associated with the TRADEMARKS; and

NOW THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, ASSIGNOR hereby transfers and assigns to ASSIGNEE the entire right, title and interest of ASSIGNOR in and to the TRADEMARKS together with the goodwill of the business associated with the TRADEMARKS and the United States and foreign registrations thereof; and

ASSIGNOR, does hereby sell, assign, transfer and set over unto ASSIGNEE, its successors, legal representatives and assigns all claims for damages by reason of past infringement of the TRADEMARKS, the right to sue for and collect the same for its own use and enjoyment and for the use and enjoyment of its successors, assigns, or other legal representative;

ASSIGNOR further authorizes the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States whose duty it is to

record trademark registrations, applications and title thereto, to record the trademark registrations listed in the annexed Schedule of Trademarks as the property of ASSIGNEE; and

ASSIGNOR further agrees to execute such further documents as may be required to record ASSIGNEE as the owner of the TRADEMARKS and registrations and applications herein assigned.

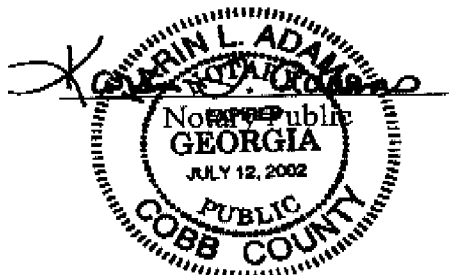
IN WITNESS WHEREOF, the parties have executed this instrument this 7th day of September, 2001.

MDI INSTRUMENTS, INC.

By: [Signature]
Steven Steven Smith
President

STATE OF)
)ss:
COUNTY OF)

On this 7th day of September 2001 did appear Steven Smith who to me personally known, did depose and say that he is President of MDI Instruments, Inc. and is authorized to execute the foregoing instrument on behalf of said corporation.



ACCESS SALES AND MARKETING LLC

By: [Signature]
Robert T. Guest
A member of the limited liability company

STATE OF *New Jersey*)
)ss:
COUNTY OF *MORRIS*)

On this *17* day of *Sept*, 2001, did appear Robert T. Guest who to me personally known, did depose and say that he is a member of Access Sales and Marketing LLC and is authorized to execute the foregoing instrument on behalf of said company.

Deborah McMickle
Notary Public

DEBORAH McMICKLE
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires October 13, 2003

SCHEDULE OF UNITED STATES REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>DATED</u>
EARCHECK & DESIGN	2,202,139	11/3/1998
EARCHECK PRO & DESIGN	2,187,724	9/8/1998
EARCHECK	2,155,615	5/5/1998
EARCHECK PRO	2,155,608	5/5/1998

SCHEDULE OF FOREIGN REGISTRATIONS

<u>COUNTRY</u>	<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>DATED</u>
Mexico	EARCHHECK & DESIGN	604,232	3/29/1999
Mexico	EARCHHECK PRO & DESIGN	604,231	3/29/1999
Mexico	CHECKMARK DESIGN	604,320	3/29/1999
Mexico	EARCHHECK	601,158	2/23/1999
Mexico	EARCHHECK PRO	601,157	2/23/1999