

08-23-2001



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REGISTRATION FORM COVER SHEET TRADEMARKS ONLY

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Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Fisher MET GmbH

8/7/92

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other Limited Liability Company

Citizenship/State of Incorporation/Organization GERMANY

Receiving Party

Mark if additional names of receiving parties attached

Name Leibinger GmbH

DBA/AKA/TA

Composed of

Address (line 1) P.O. Box 529

Address (line 2)

Address (line 3) Freiburg

City

Germany

State/Country

79005

Zip Code

- Individual
- General Partnership
- Limited Partnership

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 GERMANY

FOR OFFICE USE ONLY

08/23/2001 DBYRNE 00000007 024377 1208067

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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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="1208067"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1210376"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<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.

Abigail A. Rubinstein

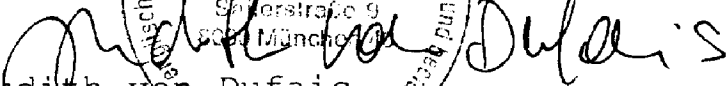
Name of Person Signing

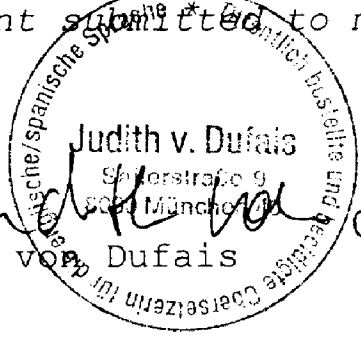
Signature

9/15/01

Date Signed

As a translator for the English language, publicly appointed and duly sworn by the President of the Munich Regional Court I, I confirm that the translation attached hereto is a true and correct English translation of a certified copy of an official document submitted to me in the German language.


Judith v. Dufais



Munich, this 4th day of December 2000

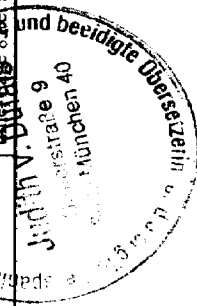
Translator's notes:

HRB = Part B of the Commercial Register, which includes Stock Corporations, Limited Liability Companies, Limited Partnerships and the like

HRA = part A of the Commercial Register, which includes individual merchants, legal persons of public law, and the like.

"Prokura" is the power of attorney granted to a particular person under the provisions of the German Commercial Code conferring authority to act on behalf of the principal (owner of a commercial firm) in respect of all transactions in and out of court within the scope of the mercantile trade.

No. of Entry	a) Firm Seat b) Object of the Enterprise	Stock Capital or Share Capital	Board of Directors Personally liable Partners Managing Director Liquidator	"Prokura"	"Legal Relations"	a) Date of Entry and Signature b) Notes
1	2	3	4	5	6	7
1	a) Fischer MET GmbH b) Freiburg i.Br. c) <u>Development, production and sale of surgical instruments, precise mechanical and electronic medical devices, apparatus, means and auxiliary means of all kinds.</u>	200,000.00	Karl Leibinger, Merchant in Tuttlingen Hermann Lanz, Dipl.-Wirtsch. engineer in Kolbingen		Limited liability company. Shareholders' Agreement of November 16, 1984. Any managing director is entitled to represent the company alone, and is exempted from the restrictions of Art. 181 of the German Civil Code.	a) December 4, 1984 (Signature illegible) b) Shareholders' Agreement, Register File, Special Volume Page 9 et seq.
2	c) <u>Development, production and sale of surgical instruments, precise mechanical and electronic medical devices, apparatus, means and auxiliary means of all kinds.</u>	500,00.00			Through the resolution passed by the Shareholders' Meeting on August 14, 1990, the Shareholders' Agreement was amended in Art. 1, 4 (Object of the enterprise) and 2 (Stock Capital). The object of the enterprises was amended as per column 2 c). The stock capital was increased by 300,000.00 DM to 500,000.00.	a) September 20, 1990 (Signature illegible) b) Shareholders' Resolution, Register File, Special Volume, Page 41 et seq.
3					Through the resolution passed by the Shareholders' Meeting on November 27, 1990, the Shareholders' Agreement was amended in Art. 2 (Stock Capital, Contribution of Capital) and 5 (Shareholders' Meeting, Resolutions by Shareholders).	a) December 5, 1990 (Signature illegible) b) Shareholders' Resolution, Register File, Special Volume, Page 8 et seq.



No. of Entry	a) Firm Seat b) Object of the Enterprise	Stock Capital or Share Capital	Board of Directors Personally liable Partners Managing Director Liquidator	"Prokura"	"Legal Relations"	a) Date of Entry and Signature b) Notes
1	2	3	4	5	6	7

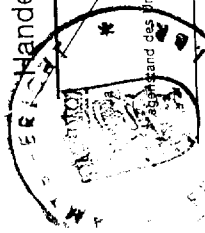
4	<p>a) August 7, 1992 (Signature illegible)</p> <p>b) Shareholders' Resolution and Merger Agreement Register File, Special Volume, Page 129 et seq. presently on HRB 4189</p>	<p>Through the resolution passed by the Shareholders Meeting on March 16, 1992 and the Merger Agreement of the same date, the company has merged with and into Leibinger GmbH, domiciled at Freiburg i. Br. (formerly Oswald Leibinger GmbH, domiciled at Mühlheim-Stetten) in accordance with the provisions of Art. 19 et seq. of the Law regarding the Increase of Capital.</p> <p>The firm has been extinguished.</p>	<p>Seal of the Freiburg i. Br. Local Court</p> <p>It is certified that the present copy fully corresponds to the entry on the Register. We point out that the underscored portions of the entries have been deleted.</p> <p>Freiburg i. Br., this 6th day of October 2000</p> <p>Signed by the Secretary of the Local Court</p>	
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Blatt

(mit Fortsetzung Blatt ...)

Freiburg i. Br.

Handelsregister-Abt. B-des Amtsgerichts



1	2	3	4	5	6	7
a) Geschäftsführer b) Vorstand des Unternehmens	Grundkapital oder Stammkapital DM	Vorstand Persönlich haftende Gesellschafter Geschäftsführer Abwickler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unterschrift b) Bemerkungen	
<p>a) Fischer K&T GmbH</p> <p>b) Freiburg i.Br.</p> <p>c) Entwicklung, Herstellung und der Vertrieb von chirurgischen Instrumenten, feinerwerkzeugetechnischen und elektronischen Medizintechnischen Geräten, Apparaten, Vorrichtungen und Hilfsmitteln aller Art.</p>	<p>200.000,-</p>	<p>Karl Leibinger, Kaufmann in Freiburg Hermann Lanz, Dipl.-Wirt- schaftsingeni- eur in Köln Hagen</p>		<p>Gesellschaft mit beschränkter Haftung. Gesellschaftsvertrag vom 15. November 1984. Jeder Gesellschafter hat ein Einzelstimmrecht und von den Beschlüssen des § 161 BGB befreit.</p>	<p>a) 4. Dezember 1984 <i>Ampr</i></p> <p>b) Ges. Vertr. Reg. Akt. S. 3 ff</p>	
<p>2</p> <p>c) Entwicklung, Herstellung und der Vertrieb von chirurgischen Instrumenten, feinerwerkzeugetechnischen und elektronischen medizinischen Geräten, Apparaten, Vorrichtungen und Hilfsmitteln aller Art sowie von Hard- und Software für Operationssysteme und -techniken und Implantaten.</p>	<p>500.000,-</p>			<p>Durch Beschluß der Gesellschafterversammlung vom 14. August 1990 ist der Gesellschaftsvertrag geändert in den §§ 14 (Gegenstand des Unternehmens) und 2 (Stammkapital). Der Gegenstand des Unternehmens ist geändert wie aus Spalte 2 c) ersichtlich. Das Stammkapital ist um 300.000,- DM auf 500.000,- DM erhöht.</p>	<p>a) 20. September 1990 <i>Ampr</i></p> <p>b) Ges. Besch. Reg. Akt. S. 41 ff.</p>	
				<p>Durch Beschluß der Gesellschafterversammlung vom 27. November 1990 ist der Gesellschaftsvertrag geändert in den Ziffern 2 (Stammkapital, Einbringung der Einlagen) und 5 (Gesellschafterversammlung, Gesellschaftsbeschlüsse).</p>	<p>a) 5. Dezember 1990 <i>Ampr</i></p> <p>b) Ges. Besch. Reg. Akt. S. 83 ff.</p>	

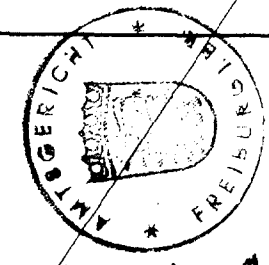
RS 111
HRB Reg. Kart.
VB A3 4. 79 10.000

HRB 2807

Blatt
(mit Fortsetzung Blatt)

Handelsregister-Abt. B-des Amtsgerichts

1 a) Firma b) Sitz c) Gegenstand des Unternehmens	2	3 Grundkapital oder Stammkapital DM	4 Vorstand Persönlich haftende Gesellschafter Geschäftsführer Abwickler	5 Prokura	6 Rechtsverhältnisse	7 a) Tag der Eintragung und Unterschrift; b) Bemerkungen
					<p>Durch Beschluß der Gesellschafterversammlung vom 16. März 1992 und Verschmelzungsvertrag vom gleichen Tage ist die Gesellschaft nach Maßgabe der §§ 19 ff des Kapitalerhöhungsgesetzes mit der Leibinger GmbH, Sitz Freiburg i.Br. (bisher Oswald Leibinger GmbH, Sitz Mühlheim-Stetten) durch Übertragung verschmolzen. Die Firma ist erloschen.</p>	<p>a) 7. August 1992 <i>König</i> b) Ges. Beschl. und Verschmelzungsvertrag Reg. Akt. Sbbd. S. 129 ff jetzt HRB 4169</p>



Die Übereinstimmung vorstehender Fotokopie mit der Eintragung im Register wird beglaubigt. - Wir weisen darauf hin, daß die unterstrichenen Teile der Eintragung gelöscht sind. **06. Okt. 2000**
Freiburg i. Br., den
Amtsgericht - Registergericht -
als Urkundsbeamte der Geschäftsstelle

RS 111
HRB Reg. Kart.
VB A3 4.79.10.000