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To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents on hand thereof.

1. Name of conveying party(ies)
 Cogent Light Technologies, Inc. **1-16-02**
 26145 Technology Drive
 Santa Clarita, California 91355-1137

Additional name(s) of conveying parties attached Yes No

Individual Citizenship Corporation State
 Association Other _____
 General Partnership _____
 Limited Partnership _____

2. Name and address of receiving party(ies):
 Name: Welch Allyn, Inc.
 Address: 4341 State Street Road
 Skaneateles Falls, NY 13153-0220

Additional name(s) attached? Yes No

Individual Citizenship Corporation State
 Association Other _____
 General Partnership _____
 Limited Partnership _____

Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date _____

If assignee is not domiciled in the USA, a domestic representative designation is attached Yes No
 (Designations must be a separate document from assignment)

NOV 16 2001

4. Application number(s) or registration number(s)
 If this application is being filed together with a new application the execution date of this application is

A. Trademark Application No.(s) _____ B. Trademark Registration No.(s)
 1,889,226 and 1,892,629
 Additional Numbers attached? Yes No

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

Name Thomas J. Wall
 Address : WALL MARJAMA & BILINSKI, LLP
 101 South Salina Street
 Suite 400
 Syracuse NY 13202
 (315)425-9000

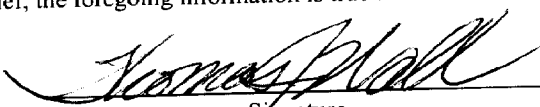
6. Total number of application and registrations involved: 2

7. Total fee (37 CFR 3.4) \$65.00
 Enclosed
 Authorized to charge any deficiency or credit any over payment to Deposit Account No. 50-0289

8. Charge Deposit account
 (Attach duplicate copy of this page if paying by deposit)

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.

Thomas J. Wall  November 26, 2001
 Name of Person Signing Signature Date

Total Number of Pages Comprising Cover Sheet 2

OMB NO 0651-0011 (EXP. 4/94)

DO NOT DETACH THIS PORTION

Mail documents to be recorded with required cover sheet information to:

COMMISSIONER OF PATENTS AND TRADEMARKS
 BOX ASSIGNMENTS
 WASHINGTON D.C. 20231

01/20/2002 10:11:11 00000200 1889226
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TRADEMARK REEL: 002430 FRAME: 0583

Assignment of Trademarks, Trademark Registrations and Applications


WHEREAS, Cogent Light Technologies Inc., a California corporation, having an address of 26145 Technology Drive, Santa Clarita, California 91355-1137 (hereinafter "Assignor") is the owner of United States and foreign trademarks, and the applications and registrations therefor, as identified on the attached Exhibit A (hereinafter the referred to as the "Marks" and the "Applications/Registrations"); and

WHEREAS, Welch Allyn, Inc., a New York corporation, having an address of 4341 State Street, Skaneateles Falls, New York 13153 (hereinafter "Assignee") is desirous of acquiring any and all rights that Assignor may have in and to said Marks and said Applications/Registrations therefor, together with the goodwill of the business in connection with which said Marks are used and which is symbolized by said Marks, along with the right to recover for damages and profits for past infringements thereof.

NOW, THEREFORE, by good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to said Marks and the Applications/Registration therefor for the United States, Canada, and throughout the world together with the goodwill of the business in connection with which said Marks are used and which is symbolized by said Marks, along with the right to recover for damages and profits for past infringements thereof. Assignor represents that Assignee is a successor to the portion of business of the Assignor to which the Marks pertain.

Assignor agrees to execute and deliver at the request of the Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignor's rights, title, and interest in and to said Marks in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor, which shall include, without limitation, execution of any forms, statements or other documents required by the foreign trademark offices corresponding to the Marks listed in Exhibit A. Notwithstanding the foregoing, Assignor shall be exclusively responsible for any fees or payments to third parties arising from such efforts.

Cogent Light Technologies, Inc.

By: 
Name: Dennis Davis
Title: President & CEO
Date: May 7, 2001

**Purchase and Sale Agreement
Between Welch Allyn, Inc. and Cogent Light Technologies, Inc**

**Schedule 1.10
Purchased Trademarks**

ISSUED, PENDING AND PROPOSED U.S. AND FOREIGN TRADEMARK PROPERTIES		
COUNTRY	REG. NO. (SER. NO.)	REG. DATE (FILING DATE)
COGENT LIGHT		
U.S.	1,902,145 (74/329,267)	06/27/95 (11/06/92)
Australia	752,164	01/06/98
Benelux	494210 (755330)	11/04/91 (11/19/90)
Canada	TMA 452,291 (670764)	12/29/95 (11/19/90)
China	(9800005294)	(01/16/98)
Denmark	06066/92 (08836/1990)	07/10/92 (11/20/90)
France	1628333 (250560)	11/20/90 (11/20/90)
Germany	2013724 (C 41 226/11 Wz)	05/08/92 (11/19/90)
Greece	102856 (102856)	05/17/94 (02/15/91)
India	(785000)	(01/05/98)
Ireland	144292 (6689/90)	05/21/90 (11/19/90)
Italy	607480 (25503 C/90)	10/29/93 (11/21/90)
Japan	2498209 (129702/90)	01/29/93 (11/21/90)
Korea	229826 (90-33917)	01/07/92 (11/21/90)

ISSUED, PENDING AND PROPOSED U.S. AND FOREIGN TRADEMARK PROPERTIES

COUNTRY	REG. NO. (SER. NO.)	REG. DATE (FILING DATE)
Mexico II	509257 (228348)	10/31/95 (03/29/95)
Portugal	269079 (269079)	01/06/93 (11/20/90)
Spain I	1600890 (1600890)	02/04/94 (11/20/90)
Spain II	1774907 (1774907)	02/04/94 (07/29/93)
Sweden	241063 (90-10663)	10/02/92 (11/21/90)
United Kingdom	1447529 (1447529)	08/13/93 11/19/90
COGENT		
Taiwan I	530690 (79-53048)	09/01/91 (12/05/90)
Taiwan II	536614 (79-53049)	09/01/91 (12/05/90)
LIGHTWEAR		
U.S.	1,892,625 (74/428,151)	05/02/95 (08/24/93)
U.S.	1,993,761 (74/428,230)	08/13/96 (08/24/93)
COGENT DESIGN		
U.S.	1,889,226 (74/456,503)	04/11/95 (11/05/93)
U.S.	1,892,629 (74/456,504)	05/02/95 (11/05/93)
U.S.	1,963,904 (74/593,550)	03/26/96 (11/01/94)
MICRO LINK		

ISSUED, PENDING AND PROPOSED U.S. AND FOREIGN TRADEMARK PROPERTIES

COUNTRY	REG. NO. (SER. NO.)	REG. DATE (FILING DATE)
U.S.	2,152,880 (75/068,263)	08/21/98 (02/27/96)
ECT	475533 (475533)	03/03/00 (03/03/97)
Japan	4239562 (19899/97)	02/12/99 (02/27/97)
XL		
U.S.	2,088,359 (75/068,262)	08/23/97 (02/27/96)
XLS		
ECT	567602 (567602)	09/08/99 (6/16/97)
MICRO BRIGHT		
U.S.	2,192,615 (75/142,267)	09/29/98 (07-26-96)
U.S.	2,273,943 (75/459,742)	08/31/99 (03/31/98)
Argentina I	1,747,436 (2,146,268)	(04/22/98)
Argentina II	(2,146,269)	(04/22/98)
Australia	760181	04/21/98
Canada	TMA540,158 (875,755)	01/24/01 (04/20/98)
Chile I	528,176	11/24/98
Chile II	528,175	11/24/98
Colombia I	218117	04/26/99
Colombia II	217527	03/31/99
Costa Rica I	113570	05/04/99
Costa Rica II	112634	03/23/99

ISSUED, PENDING AND PROPOSED U.S. AND FOREIGN TRADEMARK PROPERTIES

COUNTRY	REG. NO. (SER. NO.)	REG. DATE (FILING DATE)
ECT	820787 (820787)	12/08/99 (05/07/98)
Egypt I	(120747)	(1/16/99)
Egypt II	(120748)	(1/16/99)
Hong Kong I	B14770/1999 (5702/1998)	11/24/99 (05/02/98)
Hong Kong II	B10971/1999 (5703/1998)	11/24/99 (05/02/98)
Israel I	119,392 (119,392)	08/04/99 (04/29/98)
Israel II	119,393 (119,393)	08/04/99 (04/29/98)
Japan	4440955 (35372/98)	12/12/00 (04/28/98)
Lebanon	96-01-0149914	06/30/98
Mexico I	(333,115)	(05/19/98)
Mexico II	580,231 (333,117)	06/29/98 (05/19/98)
Norway	198,718 (98.03474)	08/11/99 (04/23/98)
South Africa I	(98/06597)	(04/21/98)
South Africa II	(98/06598)	(04/21/98)
Switzerland	468353 (03217/1998)	01/11/00 (04/22/98)
SOLARTEC		
U.S.	2,425,598 (75/563,369)	01/30/01 (10/1/98)
Australia	800166 (800166)	08/16/00 (07/13/99)
Canada	(1,022,067)	(07/13/99)

ISSUED, PENDING AND PROPOSED U.S. AND FOREIGN TRADEMARK PROPERTIES

COUNTRY	REG. NO. (SER. NO.)	REG. DATE (FILING DATE)
China I	(9900098102)	(08/19/99)
China II	(9900098103)	(08/19/99)
China III	(9900098104)	(08/19/99)
ECT	(1242197)	(07/15/99)
Hong Kong I	(9382/1999)	(07/16/99)
Hong Kong II	(9383/1999)	(07/16/99)
Hong Kong III	(9384/1999)	(07/16/99)
Israel I	129470 (129470)	11/07/00 (07/26/99)
Israel II	129471 (129471)	07/06/00 (07/26/99)
Israel III	129472 (129472)	07/06/00 (07/26/99)
Korea I	(40-1999-25270)	(07/13/99)
Korea II	(40-2000-31119)	(06/28/00)
Mexico I	625,532 (385571)	09/28/99 (08/03/99)
Mexico II	625,533 (385572)	09/28/99 (08/03/99)
Mexico III	625,584 (385523)	09/28/99 (08/03/99)
Taiwan I	(88034424)	(07/15/99)
Taiwan II	901011 (88034423)	08/16/00 (07/15/99)
Taiwan III	(88034422)	(07/15/99)
MICRO WEAR		
U.S.	(75/636,472)	(2/08/99)
Australia	802009	01/14/00

ISSUED, PENDING AND PROPOSED U.S. AND FOREIGN TRADEMARK PROPERTIES

COUNTRY	REG. NO. (SER. NO.)	REG. DATE (FILING DATE)
China	1519448 (9900090661)	02/07/01 (08/03/99)
ECT	1264795 (001264795)	09/29/00 (08/03/99)
Japan	4,396,209 (68431/99)	06/30/00 (08/02/99)
Korea	474066 (1999-27468)	(07/28/99)
Mexico	636,606 (386015)	12/13/99 (08/06/99)
Taiwan	898624 (88038874)	08/01/00 (08/07/99)