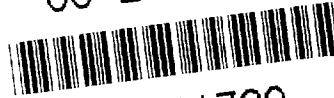


FORM PTO-1618A

Expires 06/30/99
OMB 0651-0027

06-24-2002



102131729

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6-14-02

Conveyance Type

- Assignment
- License
- Security Agreement
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- 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 Knoll AG

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Ludwigshafen, GERMANY

Receiving Party

Mark if additional names of receiving parties attached

Name Knoll GmbH

DBA/AKA/TA _____

Composed of _____

Address (line 1) Knollstraße

Address (line 2) _____

Address (line 3) Ludwigshafen
City

GERMANY
State/Country

67061
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 the Assignment.)

Citizenship/State of Incorporation/Organization Ludwigshafen, GERMANY

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01 FD-481 40.00 CH

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Domestic Representative Name and Address

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Name Abbott Laboratories

Address (line 1) 100 Abbott Park Road

Address (line 2) Abbott Park, Illinois 60064

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number (847) 937-5121

Name Frances M. Jagla

Address (line 1) Abbott Laboratories

Address (line 2) Dept. 377, Bldg. AP6D-2

Address (line 3) 100 Abbott Park Road

Address (line 4) Abbott Park, Illinois 60064-6050

Pages

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8 total pages

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). ***SEE SCHEDULE A****

Trademark Application Number(s)

Registration Number(s)

<u>75/793,337</u>					

Number of Properties

Enter the total number of properties involved.

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment:

Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

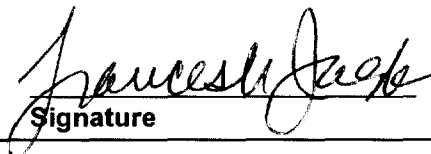
Deposit Account Number: # 01-0025

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.

Frances M. Jagla
Name of Person Signing


Signature

June 14, 2002
Date Signed



ALFRED KLUGE
NOTAR

1

IN SOZIALTÄT MIT
NOTAR LUDWIG DRAXEL-FISCHER

67059 LUDWIGSHAFEN AM RHEIN · LUDWIGSTRASSE 56 (RHEINBLOCK) · HAUSANSCHRIFT -
67001 LUDWIGSHAFEN AM RHEIN · POSTFACH 21 01 09

Knoll GmbH
Knollstraße

67061 Ludwigshafen

Parkmöglichkeit im Rathauscenter
Ludwigshafen am Rhein, den 03.04.2001
Telefon (06 21) 51 20 51 - 54
Telefax (06 21) 51 32 41

Zeichen: Wz/HÖ
bei Antwortschreiben bitte angeben!

C e r t i f i c a t i o n

I, Alfred Kluge, Notary public at Ludwigshafen/Rhine, hereby testify, that "KNOLL Aktiengesellschaft" (HR B 4300 Lu) was transformed into "KNOLL GmbH" (HR B 4800 Lu) by notarial deed nr. 1128/2001 dated 2nd of march 2001 according to the laws of germany (§§ 238 ff., 190 ff. UmwG).

The conversion took effect with the registration at the competent register of commerce at Ludwigshafen/Rhine (HR B 4800 Lu Knoll GmbH) on 9th of march 2001.

Ludwigshafen/Rhine, this 2nd day of april, 2001



(Kluge, Notar)

GENERAL AUTHORIZATION

We,

KNOLL GmbH
Knollstrasse
67061 Ludwigshafen
GERMANY

Do hereby authorize

Frances M. Jagla,

And/or

Mary L. Winburn;

Of

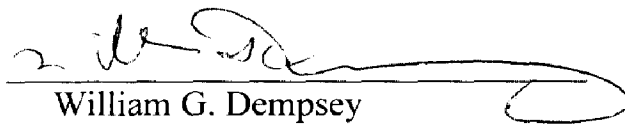
Abbott Laboratories
100 Abbott Park Road
Abbott Park, Illinois 60064-6050 USA
Telephone: (847) 937 - 5121
Facsimile: (847) 938 - 2623

As our domestic representative before the United States Patent and Trademark Office

In all proceedings as Applicant or Proprietor in relation to the prosecution, maintenance, and enforcement of all existing and future United States Trademark applications and registrations, including any and all other proceedings before the USPTO.

On this 20th day of June, 2001 at Abbott Park, Illinois, USA.

KNOLL GmbH

By: 
William G. Dempsey
Chairman of the Supervisory Board

a) Firma
b) (Sitz
c) Gegenstand des Unternehmens

a) Knoll GmbH
b) Ludwigshafen am Rhein
c) Die Erforschung und Entwicklung, die Erzeugung und Verarbeiung sowie der Vertrieb von chemischen Produkten aller Art, insbesondere von pharmazeutischen Produkten sowie von Produkten des medizinischen und hygienischen Bedarfs sowie die Vornahme aller sonstigen Geschäfte, die mit der Betätigung an den genannten Gebieten zusammenhängen oder geeignet sind, diese zu fördern. Die Gesellschaft ist berechtigt, Zweigniederlassungen im In- und Ausland zu errichten sowie Unternehmen im In- und Ausland zu erwerben oder sich an solchen zu beteiligen.

Vorstand
oder
Gesellschafter
Geschäftsführer
Abwickler:

Dr. Dieter Wagner,
geb. 01.08.1946,
Freinsheim
Dr. Heinz Klippert,
geb. 20.05.1943,
Wiesbaden
Dr. Steffen Röllinger,
geb. 14.06.1957,
Radt

Grund-
oder
Stammkapital
DM

50.000.000
EUR

Prokura

Gesamtprokura (Vertretungsbefugnis für jeden gemeinsam mit einem anderen Prokuristen oder einem Geschäftsführer):
Dr. Dr. Norbert Bender, Hofheim;
Dr. Dieter Biesalski, Mannheim;
Gerhard Emmelmann, Ostersheim;
Dr. Gottfried Freier, Backenheim;
Dr. Helmut Fricke, Mutterstadt;
Kerner Glöckner, Hemsbach;
Prof. Dr. Gerhard Grob, Speyer;
Hans-Jörg Gundlach, Dannstadt-Schauerheim;
Jürgen Gustedt, Lambertheim;
Sigurd Häge, Dannstadt-Schauerheim;
Ilbrst Härtel, Baden-Baden;
Dr. Bernd Hesselshardt, Hamburg;
Peter Hoffmann, Sandhausen;
Bernd Ingram, Hirschberg-Großsachsen;
Joachim K. Kahistorff, Mannheim;
Dr. Thomas Keller, Neustadt/Weinstr.;
Kalter Kollmann, Fügöndheim;
Dr. Markus Kramer, Ludwigshafen;
Dr. Manfred Kurfürst, Böhl-Iggelheim;
Dr. Stefan Kurrie, Mannheim;
Dr. Klaus Lämmerhirt, Hoorege;
Dr. Udo Legler, Landau;
Dr. Hans-Heinrich Lenz, Mannheim;
Dr. Thomas Noest, Hoorege;
Dr. Otto Müller, Fügöndheim;
Dr. Alexander Oelmichen, Mannheim;
Brigitte Perlbach-Karasira, Böhl-Iggelheim;
Wolfgang von Poellnitz, Köln;
Joachim Rader, Dannstadt-Schauerheim;
Dr. Wolfgang Rührenbeck, Birkenau;
Thomas Schälzle, Neustadt;
Dr. Volker Schwendemann, Neustadt;
Helmut Stark, Frankenthal;
Michael Steffens, Uetersen;
Korbert Steinbach, Maxdorf;
Dr. Raimund Sterz, Trippstadt;
Günter Storr, Limburgerhof;
Jürgen Toppel, Maxdorf;
Dr. Rainer Wolf, Hainammer;
Dr. Hannel Zahn, Kallern;
Dr. Frank Zimmermann, Neustadt/Weinstr.;
Dr. Ulrich Granzer, geb. 04.06.1960, Ludwigshafen;

Rachtsverhältnisse

Gesellschaft mit beschränkter Haftung.
Der Gesellschaftsvertrag ist am 2. März 2001 geschlossen.
Die Gesellschaft entstand durch formwechselnde Umwandlung infolge Beschlusses der Hauptversammlung vom 2. März 2001 der am 23. Juli 1923 gegründeten KNOLL AKTIENGESELLSCHAFT.
Mit der Gesellschaft mehrere Geschäftsführer, wird einem von ihnen der Vorsitz der Geschäftsleitung übertragen. Ist nur ein Geschäftsführer bestellt, so vertritt er die Gesellschaft allein. Sind mehrere Geschäftsführer bestellt, so wird die Gesellschaft durch zwei Geschäftsführer oder durch einen Geschäftsführer in Gemeinschaft mit einem Prokuristen vertreten.

a) 9. März 201
b) 01. 1-87 St
zuruf:
HRD 4300 LI

HR B 4800

a) Tag der Eintr
und Untersc
b) Bemerkunge

a) Company b) Residence c) Scope of Business	Capital	Board of Directors Personally liable company members General Manager	Authorized Signatories	Legal Status	a) day of registration and signature b) notes
<p>a) Knoll GmbH</p> <p>b) Ludwigshafen/Rhine</p> <p>c) Research and development, manufacture and production as well as sale of chemical products of all kinds, in particular of pharmaceutical products as well as products for medical and sanitary purposes, as well as all other actions which are connected with, or are suitable to advance, activities in the mentioned fields of business.</p> <p>The company is entitled to found affiliates at home and abroad as well as to acquire or to take a share in companies at home and abroad.</p>	<p>50,000,000 EUR</p>	<p>Dr. Dieter Wagner, born 01.08.1946, Freinsheim</p> <p>Dr. Heinz Kipper, born 28.09.1943, Wiesbaden</p> <p>Dr. Steffen Röllinger, born 14.06.1957, Rott</p>	<p>Full power of attorney (power of representation for each of the following persons together with another holder of this power or together with a managing director):</p> <p>Dr. Dr. Norbert Bender, Hofheim; Dr. Dieter Biesalski, Mannheim; Gerhard Emmelmann, Oftersheim; Dr. Gottfried Freier, Dackenheim; Dr. Helmut Fricke, Mutterstadt; Werner Glöckner, Hemsbach; Prof. Dr. Gerhard Groß, Speyer; Hans-Jörg Gundlach, Dannstadt-Schauernheim; Jürgen Gustadi, Lampertheim; Sigurd Häge, Dannstadt-Schauernheim; Horst Hänel, Baden-Baden; Dr. Bernd Hesselschwerdt, Hamburg; Peter Hoffmann, Sandhausen; Bernd Ingram, Hirschberg-Großsachsen; Joachim K. Kahistorff, Mannheim; Dr. Thomas Keller, Neustadt/Weinstr.; Walter Kollmann, Fußgönheim; Dr. Markus Kramer, Ludwigshafen; Dr. Manfred Kurtfürst, Böhl-Ingelheim; Dr. Stefan Kurrie, Mannheim; Dr. Klaus Lämmerhirt, Moorege; Dr. Udo Legler, Landau; Dr. Hans-Helrich Lenz, Mannheim; Dr. Thomas Moest, Moorege; Dr. Otto Müller, Fußgönheim; Dr. Alexander Oehmichen, Mannheim; Brigitte Peibach-Karasira, Böhl-Ingelheim; Wolfgang von Poelnitz, Köln; Joachim Reder, Dannstadt-Schauernheim; Dr. Wolfgang Rügenbeck, Birkenau; Thomas Schälzle, Neustadt; Dr. Volker Schwendemann, Neustadt;</p>	<p>Limited Liability Company</p> <p>The shareholders' agreement was concluded on 2 march 2001.</p> <p>The company was created by transformation from the joint stock company Knoll Aktiengesellschaft, founded on 23.07.1923, following a decision by the shareholders' meeting of 2 March 2001.</p> <p>If the company has several managing directors one of them is entrusted with the chairmanship of the management. If only one managing director is appointed he represents the company alone. If several managing directors are appointed the company is represented by two managing directors or by one managing director together with the holder of a full power of attorney.</p>	<p>a) 9 March 2001</p> <p>(signature)</p> <p>b) B1. 1-87 Sbd. before: HRB 4300 LU</p>

1- JUG	b) Sitz c) Gegenstand des Unternehmens	2	3 oder Stammkapital DM	4 Gesellschafter Geschäftsführer Abwickler	5 Prokura	6 Rechtsverhältnisse	7 a) Tag der Eintragung und Unterschrift b) Bemerkungen	
					<p>William John Hargan, geb. 19.08.1958, Leimaa; Dr. Harald Efstetter, geb. 21.08.1957, Mannheim; Dr. Friedrich Richter, geb. 22.03.1956, Grenzach-Nhuyen; Dr. Klaus Schollmeier, geb. 07.03.1957, Hemsbach; Werner Lohkamp, geb. 24.05.1950, Soest; Eckart Mauritz, geb. 02.03.1942, Ladenburg; Prof. Dr. Iris Löw-Friedrich, geb. 17.11.1960, Rödermark; Dr. Ulrich Becht, geb. 21.06.1956, Heppenheim; Dr. Fritz-Frieder Fricke, geb. 28.02.1943, Deidesheim; Dr. Peter Oreson, geb. 13.12.1943, Viertheim; Titus Hackelsberger, geb. 24.10.1960, Keustadt; Thomas Scheidmeir, geb. 27.03.1960, Linsburgerhof.</p>			
					<p>Die Gesamprokuristin <u>Inge Lins, Ludwigshafen/Rh.</u> <u>vertritt zusammen mit einem</u> <u>Vorstandsmitglied oder einem</u> <u>anderen Prokuristen.</u></p> <p>Hans-Heinrich Lenz ist nicht mehr Prokurist.</p>	<p>Der Geschäftsführer Dr. Dieter Wagner wurde zum vorsitzenden Geschäftsführer bestellt.</p>	<p>a) 20. März 21 <i>Dieter Wagner</i> b) 01. 1-07 St</p>	
					<p>Von Amts wegen berichtigt: Die Gesamprokuristin Inge Lins, Ludwigshafen/Rh. vertritt zusammen mit einem Geschäftsführer oder einem anderen Prokuristen.</p>		<p>a) 19. April 2001 <i>Inge Lins</i> b) 07-1-07 Sbr</p>	

	<p>Helmut Skark, Frankenthal; Michael Steffens, Uetersen; Norbert Steinbach, Maxdorf; Dr. Raimund Storz, Trippstadt; Günter Storz, Limburgerhof; Jürgen Wippel, Maxdorf; Dr. Rainer Wulf, Maikammer; Dr. Manuel Zahn, Kellern; Dr. Frank Zimmermann, Neustadt/Weinstr.; Dr. Ulrich Granzer, born 04.06.1960, Ludwigshafen; William John Hargan, born 19.08.1958, Leimen; Dr. Harald Eistetter, born 21.08.1957, Mannheim; Dr. Friedrich Richter, born 22.03.1956, Grenzach-Whyhlen; Dr. Klaus Schollmeier, born 07.03.1957, Hemsbach; Werner Lohkamp, born 24.05.1950, Soest; Eckart Mauritz, born 02.03.1942, Ladenburg; Prof. Dr. Iris Löw-Friedrich, born 17.11.1960, Rödermark; Dr. Ulrich Becht, born 21.06.1956, Heppenheim; Dr. Fritz-Frieder Fricke, born 28.02.1943, Deidesheim; Dr. Peter Dresen, born 13.12.1943, Vierenheim; Titus Hackelsberger, born 24.10.1960, Neustadt; Thomas Scheidmeir, born 27.03.1960, Limburgerhof</p>	<p>The managing director Dr. Dieler Wagner has been appointed Chairman of the managing board.</p>	<p>a) 20 March 2001 (signature) b) Bl. 1-87 Sbd.</p>
	<p>The authorized signatory Inge Lins, Ludwigshafen/Rh. shall represent the company together with a member of the board of directors or with another authorized signatory</p> <p>Hans-Heinrich Lenz is no longer authorized signatory</p>	<p>Officially corrected:</p> <p>The authorized signatory Inge Lins, Ludwigshafen/Rh. shall represent the company together with a managing director or another authorized signatory.</p>	<p>a) 19 April 2001 b) Bl. 1-87 Sbd.</p>