



07-16-2002



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RECORDATI TRADE

DEPARTMENT OF COMMERCE 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): ASTA Medica AG 7-11-02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other Joint Stock Company of Germany
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Baxter Healthcare S.A.
Address: Hertistrasse 2, CH-8306
Address: Wallisellen, Kanton Zurich
Switzerland State: Zip:
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
Other Corporation of Switzerland
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: October 1, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 75/315245
Please refer to Schedule A.
Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2176693
Please refer to Schedule A.

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Scott D. Woldow
Internal Address: Smith, Gambrell & Russell LLP
Suite 800
Street Address: 1850 M Street N.W.
City: Washington State: DC Zip: 20036

6. Total number of applications and registrations involved: 9
7. Total fee (37 CFR 3.41).....\$ 240.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number:
02-4300 For any underpayment or overpayment of fees.

DO NOT USE THIS SPACE

9. Signature.
Scott D. Woldow Signature
July 11, 2002 Date

07/15/2002 BYRNE 00000221 75315245
40.00
200.00

Total number of pages including cover sheet, attachments, and document: 6
documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002544 FRAME: 0037

SCHEDULE A

Mark	Application No.	Registration No.
BONAPLATIN	75/307882	2176693
COSACTIL	75/315245	
MESNEX	73/749527	1569152
MILTECUTAN	75/511191	
PROCYTOX	76/024311	
TOPOFOSIN	75/511253	
UROPROTEKTOR	74/627167	2072982
UROMITEXAN	73/264103	1219658
XELARAN	75/315246	2217043

TRADEMARK

REEL: 002544 FRAME: 0038

75 315 245

ATTORNEY DOCKET NO.
033976WZ002

TRADEMARK

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

NAME OF REGISTRANT : Baxter Healthcare S.A. (through
assignment from ASTA Medica AG)

**POWER OF ATTORNEY AND DESIGNATION OF DOMESTIC
REPRESENTATIVE**

Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

Madam:

Applicant submits the following power of attorney and designation of domestic
representative for recordation at the United States Patent and Trademark Office.

POWER OF ATTORNEY

The undersigned hereby APPOINTS:

Robert G. Weilacher
Michael A. Makuch

Dennis C. Rodgers
Scott D. Woldow

all members of the Bar of the District of Columbia,

Brandon S. Boss

a member of the Bar of the State of Louisiana; and

Elizabeth G. Borland
Herbert M. Hanegan
Eric J. Hanson

Joyce B. Klemmer
Robert H. G. Lockwood
J. Rodgers Lunsford III

all members of the Bar of the State of Georgia, and of the firm of Smith, Gambrell & Russell, L.L.P., to prosecute this application, with full power of substitution and revocation, and to transact all business in the Patent and Trademark Office in connection with the above-referenced application.

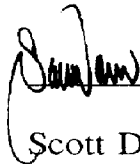
DESIGNATION OF DOMESTIC REPRESENTATIVE

Smith, Gambrell & Russell, L.L.P., whose postal address is 1850 M Street, N.W., Suite 800, Washington, DC 20036, is hereby appointed Applicant's representative upon whom notices or process in proceedings affecting the mark may be served.

Baxter Healthcare S.A. (through
assignment from ASTA Medica
AG)

Date: July 10, 2002

Signature:

 _____

Name:

Scott D. Woldow

Title:

Attorney for Applicant

**ASSIGNMENT NUNC PRO TUNC OF UNITED STATES TRADEMARK
REGISTRATIONS AND APPLICATIONS**

WHEREAS, ASTA Medica AG, a Joint Stock Company of Germany, with a principal place of business at Weismuellerstrasse 45, D-60314 Frankfurt, Germany, has adopted, used and is using the marks listed on Schedule A attached hereto and made a part hereof, and is the owner of the entire right, title, and interest in and to said marks and in and to said United States trademark registrations and applications; and;

WHEREAS, Baxter Healthcare S.A. a Corporation of Switzerland, with a principal place of business at Hertistrasse 2, CH-8306 Wallisellen, Kanton Zurich, Switzerland, is desirous of acquiring said marks, said trademark registrations and applications, together with the goodwill of the business associated with said marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, ASTA Medica AG does hereby assign nunc pro tunc as of October 1, 2001 unto Baxter Healthcare S.A., all right, title and interest in and to said marks and its United States trademark registrations and applications, together with the goodwill of the business associated with said marks.

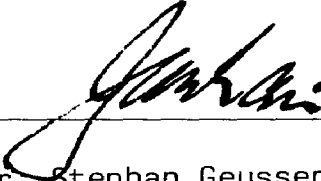
ASTA Medica AG does also hereby assign, sell, transfer and set over unto Baxter Healthcare S.A. all claims for damages for reason of past infringement of the said marks, as well as the right to sue for and collect the same for its own use and enjoyment.

ASTA Medica AG 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 said marks, registrations and applications and title thereto as the property of Baxter Healthcare S.A., its successors, legal representatives and assigns in accordance with the terms of this instrument.

ASTA Medica GmbH formerly
ASTA Medica AG

Date: July 1, 2002

Signature: _____



Name:

Dr. Stephan Geussenhainer

Title:

Managing Director

#181193