

REC

08-23-2002

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To the Commissioner, United States P

102200150

ached original documents or copy thereof.

1. Name of conveying party(ies)  
 Upstate Biotechnology, Inc.

8.16.02

**OTPE**  
**AUG 16 2002**  
 TRADEMARK OFFICE

Individual(s)  
 General Partnership  
 Corporation - State  
 Other

Association  
 Limited Partnership

2. Name and address of receiving party(ies)  
 Name: Upstate Group, Inc.  
 Internal Address: \_\_\_\_\_  
 Street Address: 706 Forest Street, Suite 1  
 City: Charlottesville State: Virginia ZIP: 22903

Association  
 Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State Delaware  
 Other

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other

Execution Date: August 6, 2002

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

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)  
75/847,431

B. Trademark Registration No.(s)  
 \_\_\_\_\_  
 Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: John L. DuPré  
 Internal Address: \_\_\_\_\_  
Hamilton, Brook, Smith & Reynolds, P.C.  
 Street Address: 530 Virginia Road  
P.O. Box 9133  
 City: Concord State: MA ZIP: 01742-9133

6. Total number of applications and registrations involved:  1

7. Total Fee (37 C.F.R. 3.41)..... \$ 40.00  
 Enclosed  
 Authorized to charge any deficiencies or credit any overpayment to deposit account  
 Authorized to be charged to deposit account

8. Deposit account number:  
08-0380  
 (Attach duplicate copy of this page if paying by deposit account)

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.*

John L. DuPré Name of Person Signing  
John L. DuPré Signature  
8/13/02 Date

08/22/2002 DBYRNE 00000081 75847431

01 F:481 Total number of pages including cover sheet, attachments, and document: **3**

ASSIGNMENT OF TRADEMARK

WHEREAS, Upstate Biotechnology, Inc., a corporation organized and existing under the laws of Delaware, and having its principal place of business at 10 Old Barn Road, Lake Placid, New York 12946 (hereinafter called SELLER) was the owner of the entire right, title and interest in and to a certain trademark, as specified in "EXHIBIT A" attached hereto and made a part hereof; and

WHEREAS, Upstate Group, Inc., a corporation organized and existing under the laws of Delaware, and having its principal place of business at 706 Forest Street, Suite 1, Charlottesville, Virginia 22903 (hereinafter called BUYER) is the successor to the business of the SELLER to which the trademark pertains and that business is ongoing and existing; and

WHEREAS, BUYER has acquired the entire right, title and interest in and to certain assets and properties of SELLER, including said trademark; and

WHEREAS, SELLER has agreed to execute such additional instruments as may be necessary or desirable to confirm said acquisition of certain assets by BUYER.

NOW, THEREFORE, in consideration of the foregoing, as well as for other good and valuable consideration receipt of which is hereby acknowledged, SELLER, hereby sells, assigns, transfers and sets over to BUYER, its successors, legal representatives and assigns, the entire right, title and interest of SELLER in and to said trademark, together with the good will of the business symbolized by said trademark, and all claims, if any, which may have arisen thereunder prior to the date of this Assignment.

IN WITNESS WHEREOF, SELLER has caused this instrument to be executed by its duly authorized corporate officer, and its corporate seal to be hereunto affixed, all effective the Sixth day of August, 2002.

UPSTATE BIOTECHNOLOGY, INC.

By John Hopkinson III  
John Hopkinson, III  
Its: Chief Operating Officer

ACKNOWLEDGMENT

PEGGY HENCKEL  
Notary Public, State of New York  
No. 01HE6053839  
Qualified in Essex County  
Commission Expires January 22, 2003

State of New York )  
County of ESSEX ) ss:

On this Sixth day of August, 2002, being duly sworn personally appeared before me, the above-named John Hopkinson, III, known by me to be the one who executed the foregoing instrument and subscribed the same in my presence, and acknowledged the same to be his free act and deed on behalf of and as authorized by Upstate Biotechnology, Inc.

[Signature]  
Notary Public

TRADEMARK

EXHIBIT A

U. S. Trademark Application No.: 75/847,431

For: BIOSIGNALS

Application Date: November 12, 1999

*John Robinson III*  
*Aug 6, 2002*

*[Signature]*  
*8-6-02*

PEGGY HENCKEL  
Notary Public, State of New York  
No. 01HE6053839  
Qualified in Essex County  
Commission Expires January 22, 2003

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