



Tab settings

102376539

To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies): 2-25-03
Advanced Tissue Sciences, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State California
 Other _____

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: Smith & Nephew T.E. II, LLC

Internal Address: _____

Street Address: 1450 Brooks Road

City: Memphis State: TN ZIP: 38116

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 22, 2002

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

Additional numbers Yes No

B. Trademark Registration No.(s)

1,934,437
~~2,132,938~~

Yes No

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

Name: Chief Patent Counsel

Internal Address: Smith & Nephew, Inc.

Street Address: 1450 Brooks Road

City: Memphis State: TN ZIP: 38116

6. Total number of applications and registrations involved:..... 2

7. Total fee (37 CFR 3.41):.....\$ \$65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

19-2563

02/27/2003 ECOOPER 00000215 192363 1934437

01 FC:8321 40.00 CH
02 FC:8322 25.00 CH

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.

Joel Petrow February 20, 2003
Name of Person Signing Signature Date

USA

ASSIGNMENT

WHEREAS, Advanced Tissue Sciences, Inc., a corporation organised and existing under and by virtue of the laws of the California, having a place of business at 10933 North Torrey Pines Road, La Jolla, California 92037, USA (hereinbelow called "the Assignor"), owns and has used in its business certain Trade Marks which are registered as set forth in Schedule I hereto


AND

WHEREAS, Smith & Nephew T.E. II, LLC, a corporation organised and existing under and by virtue of the laws of the Delaware, and having a place of business at 1450 Brooks Road, Memphis, Tennessee 38116, USA (hereinbelow called "the Assignee"), is desirous of acquiring the entire right, title and interest in and to the said Trade Marks and registrations and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith.

THEREFORE BE IT KNOWN that for and in consideration of the sum of One Dollar (\$1.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor has sold, assigned, transferred and by these presents does hereby sell, assign and transfer unto the Assignee, its successors or assigns, the entire right, title and interest in and to the said Trade Marks and registrations, and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

Date NOVEMBER 27, 2002

By



Name

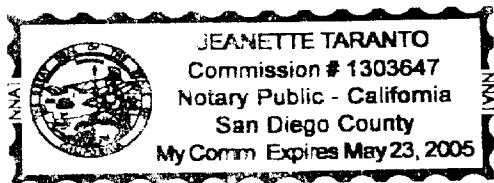
MARK J. GERGEN

Job Title

CHIEF RESTRUCTURING OFFICER

On this *21st* day of *November* 2002, before me personally came *Mark Gergen*, to
me known and known to me to be the person who executed the foregoing instrument,
and who being by me duly sworn, did depose and say that he is the *Chief Restructuring* of *Officer*
Advanced Tissue Sciences, Inc., the company described in and on whose behalf was
executed the foregoing instrument; that he knows the corporate seal of the said
company; that the seal affixed to said instrument is such corporate seal and has been
properly affixed in accordance with the charter, bylaws and regulations of said
company; and that he signed his name thereto on behalf of and with the authorisation of
the board of directors of said company as the free deed and act is said company.

(Seal) _____



Official

Jeanette Taranto
Notary Public

SCHEDULE

MARK	NUMBER
Dermagraft	1,934,437
Dermagraft-TC	2,132,938