

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
McGaw, Inc.		12/31/1997	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	B. Braun Medical Inc.
Street Address:	824 Twelfth Avenue
City:	Bethlehem
State/Country:	PENNSYLVANIA
Postal Code:	18018-3524
Entity Type:	CORPORATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1457136	EXCEL

CORRESPONDENCE DATA

Fax Number: (215)981-4750

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2159814194

Email: kennedyp@pepperlaw.com

Correspondent Name: Paul J. Kennedy, Esquire

Address Line 1: 18th and Arch Streets

Address Line 2: 3000 Two Logan Square

Address Line 4: Philadelphia, PENNSYLVANIA 19103-2799

ATTORNEY DOCKET NUMBER:

120254.21

NAME OF SUBMITTER:

Paul J. Kennedy

Total Attachments: 3

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TRADEMARK
REEL: 002752 FRAME: 0043

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"MCGAW, INC.", A DELAWARE CORPORATION,

WITH AND INTO "B. BRAUN MEDICAL INC." UNDER THE NAME OF "B. BRAUN MEDICAL INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1997, AT 10 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2242204 8100M

AUTHENTICATION: 1178748

010275786

DATE: 06-08-01

TRADEMARK
REEL: 002752 FRAME: 0044

CERTIFICATE OF OWNERSHIP AND MERGER

of

McGAW, INC.
(a Delaware corporation)

into

B. BRAUN MEDICAL INC.
(a Pennsylvania corporation)

B. BRAUN MEDICAL INC. (hereinafter called the "Corporation"), a corporation organized and existing under the laws of the State of Pennsylvania, does hereby certify:

1. B. BRAUN MEDICAL INC. (hereinafter sometimes referred to as the "Corporation"), is a business corporation of the State of Pennsylvania.

2. The Corporation is the owner of all of the outstanding shares of the capital stock of McGaw, Inc., which is a business corporation of the State of Delaware.

3. The laws of the jurisdiction of organization of B. Braun Medical Inc. permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.

4. The Corporation hereby merges McGaw, Inc. into the Corporation.

5. The following is a copy of the resolutions adopted on December 18, 1997 by the Board of Directors of the Corporation to merge the said McGaw, Inc. into the Corporation:

RESOLVED, that McGaw, Inc. be merged into this Corporation, and that all of the estate, property, rights, privileges, powers and franchises of McGaw, Inc. be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by McGaw, Inc. in its name;

RESOLVED FURTHER, that this Corporation assume all of the obligations of McGaw, Inc.;

RESOLVED FURTHER, that this Corporation does hereby agree that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of McGaw, Inc., as well as for enforcement of any obligation of this Corporation arising from the merger herein provided for; does hereby irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such proceeding; and does hereby specify the following address without the State of

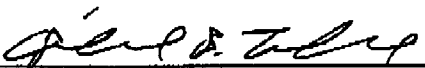
Delaware to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware:

B. Braun Medical Inc.
824 Twelfth Avenue
Bethlehem, PA 18018

RESOLVED FURTHER, that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware, by the laws of the State of Pennsylvania and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the jurisdiction of organization of McGaw, Inc. and of this Corporation and in any other appropriate jurisdiction.

Executed on this 18th of December, 1997

B. BRAUN MEDICAL INC.

By: 
Richard B. Trechak, President