

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

General Scanning, Inc.
39 Manning Road
Billerica, MA 01821

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

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

2. Name and address of receiving party(ies)

Name: GSI Lumonics Corporation

Internal

Address: _____

Street Address: 39 Manning Road

City: Billerica State: MA Zip: 01821

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

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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: January 27, 2004

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2140291; 2140292;
and 2263935

Additional number(s) attached Yes No

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

Name: Mona Bieler

Internal Address: GSI Lumonics

Street Address: 39 Manning Road

City: Billerica State: MA Zip: 01821

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 120.00

- Enclosed
- Authorized to be charged to deposit account

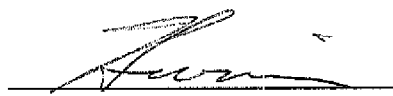
8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Thomas R. Swain

Name of Person Signing



Signature

1/27/04

Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

OP \$120.00 2140291

ASSIGNMENT

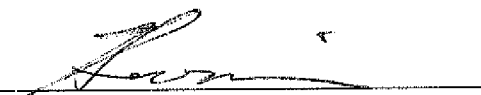
By and between GENERAL SCANNING, INC., a Massachusetts corporation, having a place of business at 39 Manning Road, Billerica, Massachusetts 01821 (hereinafter "GSI") and GSI LUMONICS CORPORATION, organized and existing under the laws of the state of Michigan and having a place of business at 39 Manning Road, Billerica, Massachusetts 01821 (hereinafter "GSIL").

For valuable consideration, receipt of which is hereby acknowledged, GSI assigns and transfers to GSIL, and its successors, assigns, and legal representatives, its entire right, title and interest in and to U.S. trademark Registration Nos. 2140291; 2140292 and 2263935, and any legal equivalent thereof in any foreign country, including the right to claim priority.

The assignment and transfer includes the right to bring and maintain actions for any past, present, or future infringement of the Registration and said equivalents in the name and on behalf of GSIL.

GENERAL SCANNING, INC.

Date: 1/27/04


Thomas R. Swain
Vice President and Treasurer