

09-29-2003

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



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

102560881

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

1. Name of conveying party(ies): Stempler Enterprises, Inc.

9.25.03

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 09/02/2003

2. Name and address of receiving party(ies)

Name: UR Corporation Internal Address: c/o John B. Bartlett Street Address: 68 Jonspin Road City: Wilmington State: MA Zip: 01887

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

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

A. Trademark Application No.(s) See attached Schedule

B. Trademark Registration No.(s) See attached Schedule

Additional number(s) attached Yes No

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

Name: Miriam J. Rovner Internal Address: Senior Legal Assistant Goodwin Procter LLP Exchange Place Street Address: 53 State Street City: Boston State: MA Zip: 02109-2881

6. Total number of applications and registrations involved: 31

7. Total fee (37 CFR 3.41) \$ 790.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number: 07-1700

DO NOT USE THIS SPACE

9. Signature.

Robert M. O'Connell, Jr. Name of Person Signing

[Signature] Signature

September 25, 2003 Date

Total number of pages including cover sheet, attachments, and document: 6

09/29/2003 6TOM11 00000068 2122074 Mail 01 FC:8521 40.00 02 FC:8522 750.00

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

SCHEDULE OF TRADEMARKS

Trademark Name	Application/Registration No.	Date of Application/Registration
ARENA FIRST AID	2,122,074	December 16, 1997
CUSTOMAT	2,591,028	July 9, 2002
GUAICON-DM	2,228,421	March 2, 1999
INSTYDOSE	1,685,966	May 12, 1992
IPRIN	2,693,033	March 4, 2003
MALLARD MEDICAL PRODUCTS	1,808,229	November 30, 1993
MARBLEMAT	2,591,027	July 9, 2002
MEDI FIRST	1,889,128	April 11, 1995
MEDI FIRST (and Design)	2,363,837	July 4, 2000
MEDI FIRST (and Design)	2,363,834	July 4, 2000
MEDI FIRST PLUS	2,415,601	December 26, 2000
MEDI-GRAINE	2,506,752	November 13, 2001
MEDI-GRAINE (and Design)	2,506,753	November 13, 2001
MEDI-LYTE	1,936,850	November 21, 1995
MEDI-PHENYL	2,709,336	April 22, 2003
MEDI-SELTZER	1,546,050	July 4, 1989
MEDI-SYNAL	2,709,337	April 22, 2003
MEDIKOFF	0776505	September 8, 1964
MEDIPROXEN	2,582,217	June 18, 2002
MEDIQUE	1,599,169	June 5, 1990
MS.-AID	1,345,524	July 2, 1985
NAUSATROL	1,820,408	February 8, 1994
PAIN ZAPPER	2,431,208	February 27, 2001
PAIN-OFF	1,704,514	August 4, 1992
SALETO	2,023,937	December 17, 1996
SANI-PAK	1,878,423	February 24, 1995
SEP-A-SOOTHE	1,657,991	September 24, 1991
SUDODRIN	2,032,134	January 21, 1997
TROCAINE	2,172,739	July 14, 1998
TROCAL	2,162,000	June 2, 1998
VENDAMEDS	2,032,133	January 21, 1997

CERTIFICATE OF MERGER

MERGING

STEMPLER ENTERPRISES, INC.

WITH AND INTO

UR CORPORATION

Pursuant to Section 251(c) of the Delaware General Corporation Law (the "DGCL"), the undersigned corporation organized and existing under and by virtue of the DGCL does hereby certify:

FIRST: That the name and the state of incorporation of each constituent corporation of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Stempler Enterprises, Inc.	Delaware
UR Corporation	Delaware

SECOND: That the Agreement and Plan of Merger by and between Stempler Enterprises, Inc., a Delaware corporation, and UR Corporation, a Delaware corporation dated as of September 3, 2003 (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by UR Corporation, as the surviving corporation, and by Stempler Enterprises, Inc., as the constituent corporation, in accordance with the requirements of Section 251 of the DGCL.

THIRD: That UR Corporation shall be the surviving corporation of the merger and the name of the surviving corporation of the merger shall be "UR Corporation."

FOURTH: That this certificate of merger is to become effective on the date of the filing of this certificate of merger with the Secretary of State of the State of Delaware.

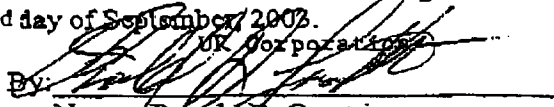
FIFTH: That the Certificate of Incorporation of UR Corporation, a Delaware corporation, shall be the Certificate of Incorporation of the surviving corporation.

SIXTH: That an executed copy of the Merger Agreement is on file at 300 Delaware Street, Suite 1298, Wilmington, Delaware 19801, the place of business of the surviving corporation.

SEVENTH: That a copy of the Merger Agreement will be furnished by the surviving corporation on request, without cost, to any stockholder of any constituent corporation.

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IN WITNESS WHEREOF, said corporation has caused this Certificate of Merger to be signed by an authorized officer of the 3rd day of September, 2003.

By: 
UK Corporation

Name: Ronald D. Croatti
Title: President

LIBC/1793371.1

Delaware

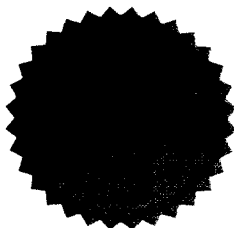
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The First State

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 MERGER, WHICH MERGES:

"STEMPLER ENTERPRISES, INC.", A DELAWARE CORPORATION, WITH AND INTO "UR CORPORATION" UNDER THE NAME OF "UR CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF SEPTEMBER, A.D. 2003, AT 3:14 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2614795

DATE: 09-04-03

RECORDED: 09/25/2003

TRADEMARK
REEL: 002832 FRAME: 0658