

12-02-2003

11/26/03



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Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):
Don Shapiro Industries, Inc.

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

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

2. Name and address of receiving party(ies)
Name: Baxter International Corporation
Internal
Address: _____
Street Address: 13320 Wrevham Court
City: Wellington State: FL Zip: 33414

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Florida
 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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 11/07/03

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 1516489
1233714
1006638

Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Barbara Pape
Internal Address: _____
Street Address: 350 E. Las Olas Blvd., #1700
City: Ft Lauerdale State: FL Zip: 33301

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 120.00
 Enclosed Check # 18035
 Authorized to be charged to deposit account

8. Deposit account number: _____
(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.

Don Shapiro Don Shapiro 11-20-03
Name of Person Signing Signature Date

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

12/01/2003 BTM11 00000016 1516489
01 FC:0521 40.00/OP
02 FC:0522 50.00/OP

Refund Ref: 12/01/2003 BTM11 0000132539

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

CHECK Refund Totals \$30.00

TRADEMARK ASSIGNMENT



This TRADEMARK ASSIGNMENT is dated as of November 6, 2003 (this "Assignment") between Don Shapiro Industries, Inc., a Texas corporation (the "Assignor"), and Baxter International Corp., a Florida corporation (the "Assignee").

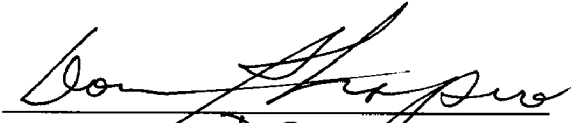
WHEREAS, pursuant to the terms of that certain Asset Purchase Agreement among the Assignor, the Assignee and certain other parties dated as of August 13, 2003, as amended November 6, 2003 (the "Purchase Agreement") the Assignor has agreed to assign to the Assignee all of the Assignor's right, title and interest in and to certain intellectual property, including the trademarks and the applications and registrations therefor listed on the attached Schedule A and all other trademarks of Assignor (collectively, the "Marks").

NOW, THEREFORE, in consideration of the Purchase Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Assignment. The Assignor hereby assigns to the Assignee all right, title, and interest in and to the Marks, together with the goodwill associated therewith.
2. Rights and Privileges. All rights and privileges, including the right to sue for and receive all damages from past infringements of the Marks, will be held and enjoyed by the Assignee and its successors, assigns and other legal representatives.
3. Further Assurances. The Assignor agrees to execute and deliver at a future date any additional documents that the Assignee reasonably determines are required to perfect the Assignee's ownership of or title to the Marks.
4. Authorization. The Assignor authorizes and requests the Commissioner of Patents and Trademarks of the United States, and any other official throughout the world whose duty is to register and record ownership in trademark registrations and applications for registration of trademarks, to record the Assignee as the assignee and owner of any and all of the Assignor's rights in the Marks.
5. Definitions. All capitalized terms used but not defined herein have the meanings ascribed to them in the Purchase Agreement.
6. Governing Law. This Assignment is to be governed by and construed in accordance with the laws of the State of Florida without giving effect to the choice of law provisions thereof.
7. Counterparts. This Assignment may be executed by facsimile in one or more counterparts, each of which shall be deemed an original, but all of which together constitute but one and the same instrument.

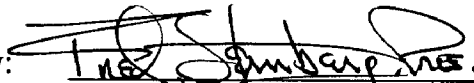
IN WITNESS WHEREOF, the Assignor has duly executed this Assignment as of the date first written above.

DON SHAPIRO INDUSTRIES, INC.

By: 
Name: Don Shapiro
Title: Pres

ACCEPTED:

BAXTER INTERNATIONAL CORP.

By: 
Name: FRED STERNBERG
Title: PRESIDENT

Schedule A

Marks

Mark	Jurisdiction	Serial Number/ Registration Number
ACTION WEST	United States	1,516,489; 1,233,714; 1,006,638
AMERICAN ACTION	Canada	362655

ADORNO & YOSS
A PROFESSIONAL ASSOCIATION
350 EAST LAS OLAS BOULEVARD, SUITE 1700
FORT LAUDERDALE, FLORIDA 33301
PHONE: (954) 763-1200, FAX: (954) 766-7800
WWW.ADORNO.COM

BARBARA PAPE

EMAIL: BPAPE@ADORNO.COM

November 21, 2003

Patent and Trademarks
Commissioner
Box Assignments
Washington, DC 20231

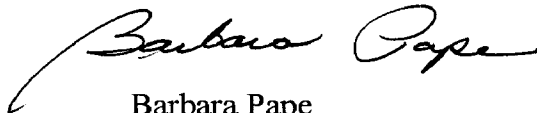
Re: Trademark Assignment Form PTO-1594

To Whom It May Concern:

Enclosed please find Form PTO-1594 for the conveying party, Don Shapiro Industries, Inc. to the receiving party of Baxter International Corporation.

If you have any questions regarding the attached please do not hesitate to contact at 954-766-7836

Sincerely,



Barbara Pape
Legal Assistant

bp

BOCA RATON

DELRAY BEACH

MIAMI

WEST PALM BEACH

209844.0004/N0447555_1

RECORDED: 11/26/2003

TRADEMARK
REEL: 002871 FRAME: 0869