

Form PTO-1594
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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):
Imaging Therapeutics, Inc.

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

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

2. Name and address of receiving party(ies)
Name: ConforMIS, Inc.
Internal
Address: _____
Street Address: 1720 South Amphlett Blvd., Suite 240
City: San Mateo State: CA Zip: 94402

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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 07/23/2004

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 76/578,405;
 76/585,129

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: Edward J. Lynch
 Internal Address: _____
 Street Address: Duane Morris LLP.
 One Market, Spear Tower, Ste. 2000
 City: San Francisco State: CA Zip: 94105

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 80.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 04-1679

DO NOT USE THIS SPACE

9. Signature.
 Edward J. Lynch, Reg. No. 24,422
 Name of Person Signing  Signature
 Date:  Date

Total number of pages including cover sheet, attachments, and document: 4

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

CH \$80.00 041679 76678405

ASSIGNMENT OF MARKS

This Assignment of Marks, effective as of June 16, 2004, is made by and between **IMAGING THERAPEUTICS, INC.**, a California corporation (the "**Assignor**"), and **CONFORMIS, INC.** a Delaware corporation (the "**Assignee**"), the address of which is 1720 South Amphlett Blvd., Suite 240, San Mateo California 94402, which assignment is being made together with an ongoing and existing business, transfers and assigns from Assignor to Assignee, the entire worldwide right, title, and interest in and to the marks and the United States trademark applications and registrations for the marks described in Schedule A attached hereto (the "**Marks**"), and the goodwill of the business associated therewith.


For good and valuable consideration by Assignee, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby assign unto Assignee (a) the Assignor's worldwide right, title, and interest in and to the Marks, (b) the goodwill of the business associated with and symbolized by the Marks, (c) the applications and registrations thereof and therefor, and (d) any rights of the Assignor to sue any third parties for any past infringement of or to any of the Marks, all free and clear of any and all liens and encumbrances, for the use and benefit of the Assignee and its successors, assigns or other legal representatives.

After the execution of this Assignment of Marks, at the request of Assignee and at the Assignee's expense, but without additional consideration to the Assignor, the Assignor will execute and deliver to the Assignee from time to time such further instruments of conveyance, transfer, and assignment and other documents, and will take such other actions, as the Assignee may reasonably require to convey and deliver more effectively to the Assignee the rights and interests herein conveyed, to perfect the Assignee's title thereto in all countries throughout the world, and otherwise to accomplish the orderly transfer to the Assignee of the rights and interests and to give full effect to this Assignment of Marks.

This Assignment of Marks is binding on the Assignor and its respective successors and assigns, and inures to the benefit of the Assignee and its successors and assigns.

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

IMAGING THERAPEUTICS, INC.

By: 
Patrick Hess, Ph.D., MBA
President

23 July 2004

SCHEDULE A

U.S. TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Filing Date</u>	<u>Application Number</u>
CONFORMIS	27 February 2004	76/578,405
CONFORMIS	6 April 2004	76/585,129

Assignment of Marks
Imaging Therapeutics, Inc. to ConforMIS, Inc.

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