

03-10-2004



102689087

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

3-10-04

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

RECEIVED 07/11/04
MAR 10 11:27
ASSIGNMENT DIV

03/10/2004 LMUELLER 00000045 2143560

FOR OFFICE USE ONLY

01 FC:8521

40.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002924 FRAME: 0911

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

| Trademark Application Number(s) | | | Registration Number(s) | | |
|---------------------------------|----------------------|----------------------|--|----------------------|----------------------|
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="2,143,560"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> |

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Christopher P. Nierman
Name of Person Signing


Signature

3/10/04
Date Signed

**WRITTEN CONSENT
OF THE
SOLE STOCKHOLDER
OF
WAVERLY, INC.**

The undersigned, being the sole stockholder of Waverly, Inc., a Maryland corporation (the "Company"), does hereby adopt the following resolutions pursuant to Section 2-505 of the Maryland General Corporation Law by this written consent with the same force and effect as if they had been unanimously adopted at a duly convened meeting of the sole stockholder of the Company.

WHEREAS, the Board of Directors of the Company has adopted a resolution recommending the dissolution of the Company into its corporate parent and sole stockholder effective December 31, 1999, and the Board has submitted this resolution for dissolution to Lippincott Williams & Wilkins, Inc, such sole stockholder.

NOW, THEREFORE, BE IT HEREBY RESOLVED, that the proposed dissolution of the Company as recommended by its Board of Directors is hereby approved and authorized, effective December 31, 1999, by Lippincott Williams & Wilkins, Inc., its sole stockholder; and

FURTHER RESOLVED, that each member of the Board of Directors of the Company is authorized to execute and deliver any necessary and appropriate documentation to transfer the assets of the Company to its sole stockholder.

IN WITNESS WHEREOF, the undersigned does hereby consent as of the first day of December, 1999.

LIPPINCOTT WILLIAMS & WILKINS, INC.

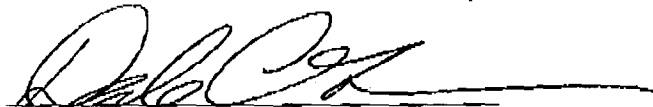
By: B. C. Lenz
Bruce C. Lenz, Secretary

THIS ASSIGNMENT AND CONSENT (this "Agreement"), effective as of December 6, 1999 is made by and between Waverly, Inc. ("Waverly"), a Maryland corporation and Lippincott Williams & Wilkins, Inc. ("LWW"), a Delaware corporation.

1. Assignment. In preparation for the merger of Waverly into LWW, effective December 31, 1999, Waverly wishes to and does hereby assign to LWW all of Waverly's assets, including without limitation, its contract and other rights to the extent any yet remain, and all of Waverly's obligations in regard thereto, effective December 31, 1999.
2. Assumption. LWW, effective December 31, 1999, hereby accepts such assignment of rights and agrees to assume and perform all of Waverly's said future obligations.
3. Miscellaneous. This Agreement contains the full and complete understanding between the parties and supersedes all prior arrangements and understandings, whether written or oral, pertaining to the subject matter of this Agreement, and it may not be varied except by an instrument in writing signed by all parties to this Agreement. This Agreement shall be governed and construed in accordance with the laws applicable to the State of Maryland.

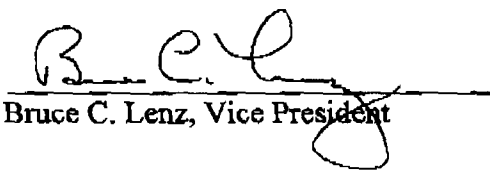
LIPPINCOTT WILLIAMS & WILKINS, Inc.

BY:


Dale C. Gordon, Assistant Secretary

WAVERLY, Inc.

BY:


Bruce C. Lenz, Vice President

WAVERLY, INC.

ARTICLES OF DISSOLUTION

Waverly, Inc., a Maryland corporation having its principal office at 351 West Camden Street, Baltimore, Maryland 21201 (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Corporation was dissolved, effective December 31, 1999 by the advisory vote of its Board of Directors and the approval of its sole stockholder as set forth in Article 3-403 of Maryland Corporation Law.

SECOND: The name of the Corporation is as hereinabove set forth.

THIRD: The name and address of the resident agent of the Corporation in the State of Maryland is:

The Corporation Trust Incorporated
300 E. Lombard Street
Baltimore, MD 21202

FOURTH: The name and post office address of each of the directors of the Corporation are:

C.H. van Kempen
Stadhouderskade 1
P.O. Box 818
1000 AV AMSTERDAM
THE NETHERLANDS

Herman A. Pabbruwe
c/o Wk International Healthcare Division
227 E. Washington Square
Philadelphia, PA 19106

Edward B. Hutton, Jr.
Lippincott Williams & Wilkins, Inc.
351 W. Camden Street
Baltimore, MD 21201

FIFTH: The name, title and post office address of each of the officers of the Corporation are:

Edward B. Hutton, Jr., President
351 W. Camden Street
Baltimore, MD 21201

Bruce C. Lenz, VP, Treasurer and Secretary
161 N. Clark Street, 48th Floor
Chicago, IL 60601

Dale C. Gordon, Assistant Secretary
161 N. Clark Street, 48th Floor
Chicago, IL 60601

SIXTH: The corporation has no known creditors.

IN WITNESS WHEREOF, Waverly, Inc. has caused these presents to be signed in its name and on its behalf by its Vice President, Treasurer and Secretary, Bruce C. Lenz and attested by its Assistant Secretary, Dale C. Gordon on December 6, 1999.

Waverly, Inc.

By: B. C. Lenz
Bruce C. Lenz
Vice President, Treasurer and
Secretary

Attest: (Witness:)



Dale C. Gordon
Assistant Secretary

**Department of
Assessments and Taxation**



Governor

Ronald W. Wineholt
Director

Charter Division

Paul B. Anderson
Administrator

THE CORPORATION TRUST INCORPORATED
300 E LOMBARD ST
BALTIMORE MD 21202-3219

Date: 12-14-1999

This letter is to confirm acceptance of the following filing:

ENTITY NAME: WAVERLY, INC.
DEPARTMENT ID : D00329268
TYPE OF REQUEST : ARTICLES OF DISSOLUTION
DATE FILED : 12-14-1999
TIME FILED : 10:39-AM
RECORDING FEE : 50.00
EXPEDITED FEE : 30.00
FILING NUMBER : 1000124554000000
CUSTOMER ID : 0000287116
WORK ORDER NUMBER : 0000254481

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK ORDER NUMBER ON ANY INQUIRIES. EVERY YEAR THIS ENTITY MUST FILE A PERSONAL PROPERTY RETURN IN ORDER TO MAINTAIN ITS EXISTENCE EVEN IF IT DOES NOT OWN PERSONAL PROPERTY. A BLANK RETURN WILL BE MAILED BY FEBRUARY OF THE YEAR FOR WHICH THE RETURN IS DUE.

301 West Preston Street, Baltimore, Maryland 21201
Telephone (410) 767-1350
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097

0000465341

ch1acc

TRADEMARK
REEL: 002924 FRAME: 0917

ENTITY TYPE: ORDINARY BUSINESS - STOCK
STOCK: Y
CLOSE: U
EFFECTIVE DATE: 12-14-1999
PRINCIPAL OFFICE: 351 W CAMDEN ST
BALTIMORE MD 21202-0000
RESIDENT AGENT: THE CORPORATION TRUST INCORPORATED
300 E LOMBARD ST
BALTIMORE MD 21202