

FORM PTO-1594 (Modified)  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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TM05/REV03

RECORDATION FORM COVER SHEET

Docket No.:

TRADEMARKS / SERVICE MARKS ONLY

15593

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
**ADVANCED TISSUE SCIENCES, INC.**

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

Additional names(s) of conveying party(ies)       Yes  No

2. Name and address of receiving party(ies):

Name: SKINMEDICA, INC.

Internal Address: Suite H

Street Address: 5909 Sea Lion Place

City: Carlsbad State: CA ZIP: 92008

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

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
 (Designations must be a separate document from Additional name(s) & address(es)  Yes  N

3. Nature of conveyance:

Assignment       Merger  
 Security Agreement       Change of Name  
 Other Corrective Assignment to Correct Assignee's

Execution Date: March 21, 2003

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

A. Trademark / Service Mark Application No.(s)

76/207,800      76/207,806  
76/207,803      76/348,907  
76/207,805

Additional numbers

B. Trademark / Service Mark Registration No.(s)

Yes  No

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

Name: David A. Farah, M.D.

Internal Address: SHELDON & MAK PC

Street Address: 225 South Lake Avenue  
Suite 900

City: Pasadena State: CA ZIP: 91101

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41):.....\$ 140.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
19-2090

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.

David A. Farah, M.D.      \_\_\_\_\_      November 17, 2004  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and

11

Mail documents to be recorded with required cover sheet information to:  
Mail Stop Recordation Services  
Director of the United States Patent and Trademark Office  
P.O. Box 1450, Alexandria, VA 22313-1450

**TRADEMARK**

REEL: 002979 FRAME: 0795

700132200

CH \$140.00 192090 76207800

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

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

06-04-2003

102463451

To the Honorable Commissioner of Patent and Trademark to record the attached original documents or copy thereof.

1. Name of conveying party(ies): **Advanced Tissue Sciences, Inc.** *5.8.03*

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

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

2. Name and address of receiving party(ies):  
Name: Skin Medica, Inc.  
Internal Address: c/o Mr. Rex Bright **MAY 8 2003**  
Street Address: 5909 Sea Lion Place, Suite H  
City: Carlsbad State: CA Zip: 92008

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  
(Oesignations 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: March 21, 2003

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
76/207,800 76/207,803 76/207,805  
76/207,806 76/348,907

B. Trademark Registration No.(s)

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Ms. Patricia A. Conner  
Internal Address: Latham & Watkins LLP  
Street Address: 650 Town Center Drive, Suite 2000  
City: Costa Mesa State: CA Zip: 92626

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41).....\$ 140.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number  
500524  
(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.

Patricia A. Conner May 8, 2003  
Name of Person Signing Signature Date

06/01/2003 DBYRNE 00000146 76207800 11

01 FL:8521 40.00  
02 FC:8522 100.00

Total number of pages including cover sheet, attachments, and document: 11  
All documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

OC1600896.1

**ASSIGNMENT OF TRADEMARK**

This ASSIGNMENT OF TRADEMARK is made as of March 21, 2003, by Advanced Tissue Sciences, Inc., a Delaware corporation ("Assignor"), to Skin Medica, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor has adopted, has used, is using, or has a bona fide intent to use to the extent transferable, and is the owner of the trademark, and federal registration therefor, to wit, U.S. Application Serial No. 76/207,800, for the design mark **NOURICEL PATENTED, PURE & Design**, and referred to herein as the "Mark"; and

WHEREAS, Assignee is acquiring a division of the business of the Assignor and is desirous of acquiring the Mark;

WHEREAS, pursuant to the Asset Purchase Agreement dated as of January 6, 2003 between Assignor and Assignee (the "Agreement"), Assignee is acquiring from Assignor the entire right, title and interest in and to the Mark together with the goodwill of the business symbolized by the Mark;

NOW, THEREFORE, Assignor, for and in exchange for the payment of the purchase price set forth in the Agreement, the receipt and sufficiency of which is hereby acknowledged by Assignor, does hereby assign unto Assignee, all right, title and interest in and to the Mark, together with the goodwill associated therewith and all rights in and to any and all causes of action heretofore or hereafter accrued or accruing for infringement or threatened or alleged infringement of the Mark, and Assignor hereby authorizes the Commissioner of Patents and Trademarks to record the registration of the Mark as the property of Assignee and to issue all future registration for the Mark to Assignee.

IN WITNESS WHEREOF, the parties have executed this Assignment of Trademark by its respective duly authorized officer in their respective corporate names, effective as of the date first written above.

ADVANCED TISSUE SCIENCES, INC.,  
a Delaware corporation

SKINMEDICA, INC.,  
a Delaware corporation

By: Kari E. McCulloch

By: [Signature]

Name: Kari E. McCulloch

Name: Rex Bright

Title: Acting General Counsel

Title: President and CEO

Date: March 21, 2003

Date: April 14, 2003

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN DIEGO )

On March 21, 2003 before me, Michelle Halbig, Notary Public, personally appeared Kari E. McCulloch, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument on behalf of said Assignor, executed the instrument.

WITNESS my hand and official seal.



Michelle Halbig  
Signature of Notary Public

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN DIEGO )

On ~~March~~ <sup>April 14, 2003 KAO</sup>, 2003 before me, KATHLEEN R. OWEN, Notary Public, personally appeared Rex Bright, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument on behalf of said Assignee, executed the instrument.

WITNESS my hand and official seal.



Kathleen Owen  
Signature of Notary Public

**ASSIGNMENT OF TRADEMARK**

This ASSIGNMENT OF TRADEMARK is made as of March 21, 2003, by Advanced Tissue Sciences, Inc., a Delaware corporation ("Assignor"), to SkinMedica, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor has adopted, has used, is using, or has a bona fide intent to use to the extent transferable, and is the owner of the trademark, and federal registration therefor, to wit, U.S. Application Serial No. 76/207,803, for the design mark **NOURICEL-MD PATENTED. PURE & Design**, and referred to herein as the "Mark";

WHEREAS, Assignee is acquiring a division of the business of the Assignor and is desirous of acquiring the Mark; and

WHEREAS, pursuant to the Asset Purchase Agreement dated as of January 6, 2003 between Assignor and Assignee (the "Agreement"), Assignee is acquiring from Assignor the entire right, title and interest in and to the Mark together with the goodwill of the business symbolized by the Mark.

NOW, THEREFORE, Assignor, for and in exchange for the payment of the purchase price set forth in the Agreement, the receipt and sufficiency of which is hereby acknowledged by Assignor, does hereby assign unto Assignee, all right, title and interest in and to the Mark, together with the goodwill associated therewith and all rights in and to any and all causes of action heretofore or hereafter accrued or accruing for infringement or threatened or alleged infringement of the Mark, and Assignor hereby authorizes the Commissioner of Patents and Trademarks to record the registration of the Mark as the property of Assignee and to issue all future registration for the Mark to Assignee.

IN WITNESS WHEREOF, the parties have executed this Assignment of Trademark by its respective duly authorized officer in their respective corporate names, effective as of the date first written above.

**ADVANCED TISSUE SCIENCES, INC.,**  
a Delaware corporation

**SKINMEDICA, INC.,**  
a Delaware corporation

By: Kari E. McCulloch

By: 

Name: Kari E. McCulloch

Name: Rex Bright

Title: Acting General Counsel

Title: President and CEO

Date: March 21, 2003

Date: April 14, 2003

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN DIEGO )

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WITNESS my hand and official seal.



Michelle Halbig  
Signature of Notary Public

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN DIEGO )

On April 14, 2003 <sup>KRO</sup> before me, KATHLEEN R. OWEN, Notary Public, personally appeared Rex Bright, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument on behalf of said Assignee, executed the instrument.

WITNESS my hand and official seal.



Kathleen R. Owen  
Signature of Notary Public

**ASSIGNMENT OF TRADEMARK**

This ASSIGNMENT OF TRADEMARK is made as of March 21, 2003, by Advanced Tissue Sciences, Inc., a Delaware corporation ("Assignor"), to Skin Medica, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor has adopted, has used, is using, or has a bona fide intent to use to the extent transferable, and is the owner of the trademark, and federal registration therefor, to wit, U.S. Application Serial No. 76/207,805, for the wordmark NOURICEL-MD, and referred to herein as the "Mark"; and

WHEREAS, Assignee is acquiring a division of the business of the Assignor and is desirous of acquiring the Mark;

WHEREAS, pursuant to the Asset Purchase Agreement dated as of January 6, 2003 between Assignor and Assignee (the "Agreement"), Assignee is acquiring from Assignor the entire right, title and interest in and to the Mark together with the goodwill of the business symbolized by the Mark;

NOW, THEREFORE, Assignor, for and in exchange for the payment of the purchase price set forth in the Agreement, the receipt and sufficiency of which is hereby acknowledged by Assignor, does hereby assign unto Assignee, all right, title and interest in and to the Mark, together with the goodwill associated therewith and all rights in and to any and all causes of action heretofore or hereafter accrued or accruing for infringement or threatened or alleged infringement of the Mark, and Assignor hereby authorizes the Commissioner of Patents and Trademarks to record the registration of the Mark as the property of Assignee and to issue all future registration for the Mark to Assignee.

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a Delaware corporation

SKINMEDICA, INC.,  
a Delaware corporation

By: Kari E. McCulloch

By: 

Name: Kari E. McCulloch

Name: Rex Bright

Title: Acting General Counsel

Title: President and CEO

Date: March 21, 2003

Date: April 14, 2003

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN DIEGO )

On March 21, 2003 before me, Michelle Halbig, Notary Public, personally appeared Kari E. McCulloch, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument on behalf of said Assignor, executed the instrument.

WITNESS my hand and official seal.



*Michelle Halbig*  
Signature of Notary Public

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN DIEGO )

On ~~March~~ <sup>April 18, 2003</sup> 2003 before me, KATHLEEN R. OWEN, Notary Public, personally appeared Rex Bright, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument on behalf of said Assignee, executed the instrument.

WITNESS my hand and official seal.



*Kathleen R. Owen*  
Signature of Notary Public



**ASSIGNMENT OF TRADEMARK**

This ASSIGNMENT OF TRADEMARK is made as of March 21, 2003, by Advanced Tissue Sciences, Inc., a Delaware corporation ("Assignor"), to Skin Medica, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor has adopted, has used, is using, or has a bona fide intent to use to the extent transferable, and is the owner of the trademark, and federal registration therefor, to wit. U.S. Application Serial No. 76/207,806, for the wordmark **NOURICEL**, and referred to herein as the "Mark"; and

WHEREAS, Assignee is acquiring a division of the business of the Assignor and is desirous of acquiring the Mark;

WHEREAS, pursuant to the Asset Purchase Agreement dated as of January 6, 2003 between Assignor and Assignee (the "Agreement"), Assignee is acquiring from Assignor the entire right, title and interest in and to the Mark together with the goodwill of the business symbolized by the Mark;

NOW, THEREFORE, Assignor, for and in exchange for the payment of the purchase price set forth in the Agreement, the receipt and sufficiency of which is hereby acknowledged by Assignor, does hereby assign unto Assignee, all right, title and interest in and to the Mark, together with the goodwill associated therewith and all rights in and to any and all causes of action heretofore or hereafter accrued or accruing for infringement or threatened or alleged infringement of the Mark, and Assignor hereby authorizes the Commissioner of Patents and Trademarks to record the registration of the Mark as the property of Assignee and to issue all future registration for the Mark to Assignee.

IN WITNESS WHEREOF, the parties have executed this Assignment of Trademark by its respective duly authorized officer in their respective corporate names, effective as of the date first written above.

ADVANCED TISSUE SCIENCES, INC.,  
a Delaware corporation

SKINMEDICA, INC.,  
a Delaware corporation

By: Kari E. McCulloch

By: 

Name: Kari E. McCulloch

Name: Rex Bright

Title: Acting General Counsel

Title: President and CEO

Date: March 21, 2003

Date: April 14, 2003

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN DIEGO )

On March 21, 2003 before me, Michelle Halbig, Notary Public, personally appeared Kari E. McCulloch, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument on behalf of said Assignor, executed the instrument.

WITNESS my hand and official seal.



*Michelle Halbig*  
Signature of Notary Public

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN DIEGO )

On ~~March~~ <sup>April 14, 2003</sup> <sup>KRO</sup> 2003 before me, *Kathleen R. Owen*, Notary Public, personally appeared Rex Bright, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument on behalf of said Assignee, executed the instrument.

WITNESS my hand and official seal.



*Kathleen R. Owen*  
Signature of Notary Public

**ASSIGNMENT OF TRADEMARK**

This ASSIGNMENT OF TRADEMARK is made as of March 21, 2003, by Advanced Tissue Sciences, Inc., a Delaware corporation ( "Assignor" ), to Skin Medica, Inc., a Delaware corporation ( "Assignee" ).

WHEREAS, Assignor has adopted, has used, is using, or has a bona fide intent to use to the extent transferable, and is the owner of the trademark, and federal registration therefor, to wit, U.S. Application Serial No. 76/348,907, for the wordmark **BIONUVIA**, and referred to herein as the "Mark"; and

WHEREAS, Assignee is acquiring a division of the business of the Assignor and is desirous of acquiring the Mark;

WHEREAS, pursuant to the Asset Purchase Agreement dated as of January 6, 2003 between Assignor and Assignee (the "Agreement" ), Assignee is acquiring from Assignor the entire right, title and interest in and to the Mark together with the goodwill of the business symbolized by the Mark;

NOW, THEREFORE, Assignor, for and in exchange for the payment of the purchase price set forth in the Agreement, the receipt and sufficiency of which is hereby acknowledged by Assignor, does hereby assign unto Assignee, all right, title and interest in and to the Mark, together with the goodwill associated therewith and all rights in and to any and all causes of action heretofore or hereafter accrued or accruing for infringement or threatened or alleged infringement of the Mark, and Assignor hereby authorizes the Commissioner of Patents and Trademarks to record the registration of the Mark as the property of Assignee and to issue all future registration for the Mark to Assignee.

IN WITNESS WHEREOF, the parties have executed this Assignment of Trademark by its respective duly authorized officer in their respective corporate names, effective as of the date first written above.

**ADVANCED TISSUE SCIENCES, INC.,**  
a Delaware corporation

**SKINMEDICA, INC.,**  
a Delaware corporation

By: Kari E. McCulloch

By: 

Name: Kari E. McCulloch

Name: Rex Bright

Title: Acting General Counsel

Title: President and CEO

Date: March 21, 2003

Date: April 14, 2003

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN DIEGO )

On March 21, 2003 before me, Michelle Halbig, Notary Public, personally appeared Kari E. McCulloch, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument on behalf of said Assignor, executed the instrument.

WITNESS my hand and official seal.



*Michelle Halbig*  
Signature of Notary Public

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF SAN DIEGO )

On ~~March~~ <sup>April 14, 2003</sup> 2003 before me, KATHLEEN R. OWEN, Notary Public, personally appeared Rex Bright, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument on behalf of said Assignee, executed the instrument.

WITNESS my hand and official seal.



*Kathleen R. Owen*  
Signature of Notary Public