

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Change of Entity		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Asclepion-Meditec AG		05/28/2002	JOINT STOCK COMPANY: GERMANY
RECEIVING PARTY DATA			
Name:	Carl Zeiss Meditec AG		
Street Address:	Goschwitzer Strasse 51-52		
City:	Jena		
State/Country:	GERMANY		
Postal Code:	D-07745		
Entity Type:	JOINT STOCK COMPANY: GERMANY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2718392	ASCLEPION	
CORRESPONDENCE DATA			
Fax Number:	(212)672-1166		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212 883 4966		
Email:	jsilverman@wolfblock.com		
Correspondent Name:	Jennifer D. Silverman, Esq.		
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DOMESTIC REPRESENTATIVE			
Name:	Jennifer D. Silverman, Esq.		
Address Line 1:	Wolf Block Schorr Solis-Cohen LLP		
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OP \$40.00 2718392

NAME OF SUBMITTER:	Jennifer D. Silverman
Signature:	/jennifer d. silverman/
Date:	02/25/2005
Total Attachments: 2 source=Asclepion#page1.tif source=Asclepion#page2.tif	

EXCERPT FROM THE REGISTER OF COMPANIES - CERTIFIED TRANSLATION FROM GERMAN

Gera Local Court

No. of entry	a) Company name b) Registered office c) Objects of the company	Registered capital DM	Executive board Personally liable partners Directors Liquidators	Full commercial power of representation (authorized signatories)	Legal status	a) Date of entry and signature b) Remarks
1	2	3	4	5	6	7
1	a) AESCULAP - MEDITEC GMBH b) Jena c) Development, manufacture and sale of instruments and components for diagnosis and therapy in the field of laser medicine	100,000,-	Dr. Claus Niehefelder, business jurist, of Wurmlingen Alfred Schoof, business economist, of Vaihingen/Enz	Authorized to sign jointly with a director Erwin Handel, of Bretten	Private limited company. Articles of Partnership concluded on 4 October 1995. If one director has been appointed, he represents the company alone. If several directors have been appointed, the company is represented jointly by two directors, or by one director jointly with one authorized signatory.	a) 30 Nov 1995 [sd.] Patzer b) Articles of Partnership pp. 6 ff SOB
2			Dr. Bernhard Seitz, graduated chemist, of Wiesbaden		Alfred Schoof is not a director any more. Dr. Bernhard Seitz has been appointed director.	a) 18 Mar 1996 [sd.] Blaschke
3		3,800,000,- EUR			The General Meeting of the partners on 10 November 1999 resolved that the registered capital be converted to \$1,129.19 EUR and that, at the same time the registered capital be increased by 3,748,870.81 EUR out of partnership funds to a total 3,800,000,- EUR. § 4 of the Articles of Partnership (registered capital) has been amended.	a) 23 Dec 1999 [sd.] Blaschke b) Resolution pp. 59, 59 rev. SOB
4	a) ASCLEPION-MEDITEC AG		Dr. Bernhard Seitz, born on 10 Aug 1957, of Jena; Wöppau	Authorized to sign jointly with a director: Erwin Handel, born on 5 August 1957, of Bretten. André Foedisch, born on 25 Oct 1942, of Jena.	According to a resolution by the General Meeting of the partners on 10 November 1999, the company has been converted into a public joint-stock company. On the same day, the meeting adopted new Articles of Association. If one director has been appointed, he represents the company alone. If several directors have been appointed, the company is represented jointly by two directors, or by one director jointly with one authorized signatory. Dr. Bernhard Seitz was appointed director. He is authorized to represent the company without restriction in legal transactions with himself, whether acting on his own behalf or as representative of a third party.	a) 27 Dec 1999 [sd.] Blaschke b) Resolution pp. 59 rev., 60 SOB; Articles pp. 61 ff. SOB

Continued overleaf

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1	2	3	4	5	6	7
15	a) Carl Zeiss Meditec AG c) Development, manufacture and sale of products and systems, as well as rendering of services, for diagnosis and therapy in the field of medical engineering, especially of ophthalmology				The General Meeting of shareholders on 28 May 2002 resolved that § 1 (name of company), § 2 (objects of company), § 4 (registered capital), § 11 (composition of the supervisory board), § 12 (chairman and deputy chairmen of supervisory board), § 17 (resolutions) and § 19 (payment of compensation to the supervisory board) of the Articles of Association be amended <u>Thereby, the board of directors is authorized, for a period of 5 years from the date of this entry, to increase the registered capital from up to 12,916,650 EUR.</u>	a) 4 Jul 2002 [sd.] Oto b) Resolution pp. 240 ff. SoB
16					Thereby, the board of directors is authorized, for a period of 5 years from the date of this entry, to increase the registered capital by up to 12,916,650 EUR.	a) 31 Jul 2002 [sd.] Oto b) Corrected ex officio
17			Bernard Hirsch, born on 24 July 1970, of Ellwangen (Jagst) Ulrich Krauss, born on 17 Jan 1964, of Esslingen Dr. Walter Wrobel, born on 17 Oct 1952, of Jena		Dr. Bernhard Seitz has retired from the Board of Directors. Bernd Hirsch, Ulrich Krauss and Dr. Walter Wrobel have been appointed directors.	a) 18 Sep 2002 [sd.] Blaschke

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