

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/06/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Ocular Sciences, Inc.		01/06/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	TCC Acquisition Corp.
Street Address:	6140 Stoneridge Mall Road
Internal Address:	Suite 590
City:	Pleasanton
State/Country:	CALIFORNIA
Postal Code:	94588
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 47

Property Type	Number	Word Mark
Registration Number:	1155413	
Registration Number:	1158914	HYDRON
Registration Number:	1264792	ZERO 4
Registration Number:	1463376	OCUSIL
Registration Number:	1494898	EDGE II
Registration Number:	1563189	ECHELON
Registration Number:	1586580	SOFBLUE
Registration Number:	1604413	ULTRA T
Registration Number:	1607241	ZERO 6
Registration Number:	1622177	ECHELON
Registration Number:	1632000	EDGE
Registration Number:	1658863	SOFTECH

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Registration Number:	1709248	SOFTINTS
Registration Number:	1709262	OMNIFLEX
Registration Number:	1738967	NEOFLEX
Registration Number:	1746358	PROACTIVE
Registration Number:	1746359	SMARTCHOICE
Registration Number:	1763629	SOFTIQUE
Registration Number:	1767921	VERSAFLEX
Registration Number:	1773459	HYDROVUE
Registration Number:	1794203	AQUALITE
Registration Number:	1794204	CLINASOFT
Registration Number:	1794205	MEDIFLEX
Registration Number:	1794206	OPTIFORM
Registration Number:	1794208	PROFLEX
Registration Number:	1796903	PROSITE
Registration Number:	1836103	BIOMEDICS
Registration Number:	1851893	FLEXTIQUE
Registration Number:	1858135	7/14
Registration Number:	1865193	POLYFORM
Registration Number:	1920728	AQUALENS
Registration Number:	1937481	VERSA-SCRIBE
Registration Number:	2189552	NEOTECH
Registration Number:	2261510	HYDROFLEX
Registration Number:	2421685	FLEXSOFT
Registration Number:	2567827	SOFTVIEW
Registration Number:	2568069	HYDROGENICS
Registration Number:	2686772	ULTRAFLEX
Registration Number:	2819697	GRAY WHISPER
Registration Number:	2819698	ROMANTIC HAZEL
Registration Number:	2861414	BREEZY BLUE
Registration Number:	2893118	SPIRITED GREEN
Serial Number:	78383314	POSITIVELY GREEN
Serial Number:	75742107	OPTIFLEX
Serial Number:	78383321	BIOMEDICS 55 PREMIER
Serial Number:	78383305	SPARKLING BLUE
Registration Number:	2024490	MEDISOFT

TRADEMARK

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CORRESPONDENCE DATA

Fax Number: (415)882-3232
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 415-882-3200
Email: tmparalegal2@owe.com
Correspondent Name: Owen, Wickersham & Erickson, P.C.
Address Line 1: 455 Market Street
Address Line 2: Suite 1910
Address Line 4: San Francisco, CALIFORNIA 94105

NAME OF SUBMITTER:	Erin M. Clarke
Signature:	/emc/
Date:	05/09/2005

Total Attachments: 4
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"OCULAR SCIENCES, INC.", A DELAWARE CORPORATION,
WITH AND INTO "TCC ACQUISITION CORP." UNDER THE NAME OF "TCC ACQUISITION CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF JANUARY, A.D. 2005, AT 7:41 O'CLOCK A.M.

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050320355



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3825277

DATE: 04-20-05

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REEL: 003079 FRAME: 0762

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:41 AM 01/06/2005
FILED 07:41 AM 01/06/2005
SRV 050010690 - 3832483 FILE

CERTIFICATE OF MERGER

OF

OCULAR SCIENCES, INC.,

WITH AND INTO

TCC ACQUISITION CORP.,

TCC Acquisition Corp., a corporation organized and existing under the laws of the State of Delaware, DOES HEREBY CERTIFY:

1. That the name and state of incorporation of the constituent corporations is as follows:

- (a) TCC Acquisition Corp., a Delaware corporation ("TCC"), duly incorporated under the laws of the State of Delaware on July 22, 2004; and
- (b) Ocular Sciences, Inc., a Delaware corporation ("Ocular"), duly incorporated under the laws of the State of Delaware on May 9, 1997.

2. The Agreement and Plan of Merger, dated as of July 28, 2004, as amended on October 18, 2004, by and among The Cooper Companies, Inc., a Delaware corporation ("Cooper"), TCC, a wholly-owned subsidiary of Cooper, and Ocular (the "Agreement and Plan of Merger"), whereby Ocular will merge with and into TCC (the "Merger") so that the separate existence of Ocular will cease as soon as the Merger becomes effective, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law (the "DGCL") (and, with respect to TCC, by the written consent of its sole stockholder in accordance with Section 228 of the DGCL.)

3. The name of the surviving corporation is TCC Acquisition Corp., a Delaware corporation (the "Surviving Corporation").

4. The Certificate of Incorporation of TCC, as in effect immediately prior to the Merger, shall remain in effect as the Certificate of Incorporation of the Surviving Corporation.

5. The fully executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, located at 6140 Stoneridge Mall Road, Suite 590, Pleasanton, CA 94588.

6. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any

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constituent corporation.

7. The Effective Time of the Merger shall be the time of the filing of this Certificate of Merger with the Delaware Secretary of State.

[Signature Page Follows]

IN WITNESS WHEREOF, TCC has caused this Certificate of Merger to be executed by its duly authorized officer this 6th day of January, 2005.

TCC ACQUISITION CORP.

By: 

Carol R. Kaufman
Vice President and Secretary

OCULAR SCIENCES – TCC ACQUISITION CORP.
Signature Page to Certificate of Merger

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