

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	07/01/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
AFBS, Inc.	FORMERLY Therics, Inc.	07/01/2005	CORPORATION: VIRGINIA

**RECEIVING PARTY DATA**

Name:	Therics, LLC
Street Address:	283 East Waterloo Road
City:	Akron
State/Country:	OHIO
Postal Code:	44319
Entity Type:	Limited Liability Company: OHIO

**PROPERTY NUMBERS Total: 12**

Property Type	Number	Word Mark
Registration Number:	2485450	THERICS
Registration Number:	2598204	THERIFORM
Serial Number:	75863948	THERIGRAFT
Serial Number:	75883590	THERIFORM
Serial Number:	76099182	THERICS
Serial Number:	78124484	WHERE TECHNOLOGY BECOMES HUMAN
Serial Number:	78124486	WHERE TECHNOLOGY BECOMES HUMAN
Registration Number:	2861270	THERIRIDGE
Serial Number:	78502818	BONEGAUZE
Serial Number:	78573479	T THERICS
Serial Number:	78573485	T THERICS
Serial Number:	78404859	DIGITAL FABRICATION

OP \$315.00 2485450

CORRESPONDENCE DATA

Fax Number: (502)588-1960

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 502-625-2784

Email: sduvall@middreut.com

Correspondent Name: Scot A. Duvall

Address Line 1: 401 S. Fourth Avenue, Suite 2500

Address Line 2: 2500 Brown & Williamson Tower

Address Line 4: Louisville, KENTUCKY 40202

NAME OF SUBMITTER:	Scot A. Duvall
Signature:	/Scot A. Duvall/
Date:	07/07/2005

**Total Attachments: 3**

source=AFBS Inc-Therics LLC - Assmt#page1.tif

source=AFBS Inc-Therics LLC - Assmt#page2.tif

source=AFBS Inc-Therics LLC - Assmt#page3.tif

**Exhibit 2.3(c)(3)**  
**ASSIGNMENT AND ACCEPTANCE OF TRADEMARK AND SERVICE MARK RIGHTS**

THIS ASSIGNMENT AND ACCEPTANCE is between AFBS, INC., a Virginia corporation (f/k/a "Therics, Inc.") with a business address of 115 Campus Drive, Princeton, New Jersey 08540 ("Assignor"), and THERICS, LLC, an Ohio limited liability company, with a business address of 283 East Waterloo Road, Akron, Ohio 44319 ("Assignee"), and is effective as of the 1st day of July, 2005 (the "Effective Date").

**WITNESSETH:**

WHEREAS, Assignor, with its predecessors in interest, has adopted and continuously used, through the Effective Date, the trademarks and service marks attached on Schedule A hereto (collectively, the "Marks"), excepting those "Marks" identified with an asterisk [\*] on Schedule A which are applied for registration in the United States Patent and Trademark Office on an intent-to-use basis under Section 1(b) of the Lanham Act;

WHEREAS, Assignor is the owner of all right, title and interest in and to the Marks (except to the extent to which any Marks identified with an asterisk [\*] on Schedule A are not in use);

WHEREAS, Assignor is the owner of the registrations and pending applications referenced on Schedule A arising under United States federal law relating to the Marks (respectively, the "Registrations" and "Applications");

WHEREAS, with respect to those Marks identified with an asterisk [\*] on Schedule A which are not in use, Assignee is a successor to the business of Assignor and/or a successor to the ongoing and existing portion of the business to which each such mark pertains, thereby making permissible, pursuant to Section 10 of the Lanham Act, the assignment of the related Applications founded on Section 1(b) of the Lanham Act;

WHEREAS, pursuant to a separate Intellectual Property Transfer Agreement executed by the parties, Assignor agreed to execute an assignment of all right, title, and interest in and to the Marks, the Registrations, and Applications;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee, as of the Effective Date:

1. All of Assignor's right, title and interest in and to the Marks, Registrations, and Applications, together with the goodwill of the business connected with the use of and symbolized by the Marks, including the right to register the Marks in Assignee's name; and
2. All claims and rights associated with the Marks, Registrations, and Applications, including the rights to bring and maintain any and all causes of action, claims, and demands for infringements or other violations of rights in the Marks, Registrations, or Applications, and to receive any and all damages or other recovery resulting therefrom (and Assignor hereby waives any right to receive any portion of such damages or other recovery).

Page 1 of 2, with attached Schedule A

PAGE 17/25 \* RCVD AT 7/1/2005 1:17:06 PM [Eastern Daylight Time] \* SVR:RIRIGHTFAX/15 \* DNIS:84614 \* CSID:304 330 1010 \* DURATION (mm-ss):08-38

**TRADEMARK**  
**REEL: 003118 FRAME: 0277**

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by an authorized officer of Assignor, effective as of the Effective Date.

AFBS, INC. ("ASSIGNOR")

By: W. H. Suggs, Jr.

Name: W. H. Suggs, Jr.

Title: Vice President

STATE OF Virginia )  
COUNTY OF Chesterfield ) :ss

I do hereby certify that W. H. Suggs, Jr. personally known to me to be the person who executed the foregoing document on behalf of Assignor, appeared before me this day in person and has acknowledged to me that he/she executed the Agreement and Assignment of his/her own free will and as the free will of Assignor, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by Notarial Seal on this 1st day of July, 2005.

[Signature]  
Notary Public

My commission expires: October 31, 2008

ACCEPTANCE

The undersigned Assignee hereby declares that it accepts the foregoing Assignment under the terms thereof.



THERICS, LLC ("ASSIGNEE")

By: [Signature]

Name: Randy Thelton

Title: President of Manager

SCHEDULE A

Mark [*] denotes pending U.S. intent-to-use application	Serial No. (Reg. No.)	Claimed First Use Date In Commerce	Application Filing Date	Registration Date
THERICS [text form]	75/057671 (2485450)	02/29/2000	02/14/1996	09/04/2001
THERIFORM [text form]	75/310576 (2598204)	04/00/1996	06/11/1997	07/23/2002
THERIGRAFT [*] [text form]	75/863948	N/A	11/12/1999	N/A
THERIFORM [*] [text form]	75/883590	N/A	12/29/1999	N/A
THERICS [*] [text form]	76/099182	N/A	07/28/2000	N/A
WHERE TECHNOLOGY BECOMES HUMAN [*] [text form]	78/124484	N/A	04/26/2002	N/A
WHERE TECHNOLOGY BECOMES HUMAN [*] [text form]	78/124486	N/A	04/26/2002	N/A
THERIRIDGE [text form]	78/124487 (2861270)	08/21/2003	04/26/2002	07/06/2004
BONEGAUZE [*] [standard characters]	78/502818	N/A	10/20/2004	N/A
T THERICS & Design 	78/573479	01/08/2004	02/23/2005	N/A
T THERICS & Design 	78/573485	01/08/2004	02/23/2005	N/A
DIGITAL FABRICATION [*] [standard characters]	78/404859	N/A	04/20/2004	N/A