

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bird Life Design Corporation		07/29/2005	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Viasys Holdings Inc.		
Street Address:	227 Washington Street		
Internal Address:	Suite 200		
City:	Conshohocken		
State/Country:	PENNSYLVANIA		
Postal Code:	19428		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2173012	PULMANEX	
CORRESPONDENCE DATA			
Fax Number:	(202)739-3001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-739-5652		
Email:	chowell@morganlewis.com		
Correspondent Name:	Catherine R. Howell, Paralegal		
Address Line 1:	1111 Pennsylvania Ave., N.W.		
Address Line 2:	Morgan, Lewis & Bockius LLP		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		
NAME OF SUBMITTER:	Catherine R. Howell, Paralegal		
Signature:	/Catherine R. Howell/		
Date:	09/21/2005		

CH \$40.00 2173012

Total Attachments: 2
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ASSIGNMENT OF TRADEMARK RIGHTS

This Assignment is made as of this 29 day of July, 2005, by and among Bird Life Design Corporation a California Corporation ("Bird Life") with a principal place of business of 227 Washington Street, Suite 200, Conshohocken, Pennsylvania 19428 ("Assignor"), and Viasys Holdings Inc. ("Viasys"), a Delaware corporation, with a principal place of business of 227 Washington Street, Suite 200, Conshohocken, Pennsylvania 19428 ("Assignee").

WHEREAS, Bird Life has agreed to transfer its intellectual property assets, including, without limitation, U.S. trademark registration number 2173012 for the mark PULMANEX, and WHEREAS, Assignee desires to acquire all of Assignors' right, title and interest in, to and under the trademarks (the "Marks").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sell, assign, and transfer to Assignee all of Assignor's right, title, and interest in and to the Marks, and in and to the goodwill of the business connected with the use thereof and symbolized thereby, and in and to all income, royalties, damages, and payments now or hereafter due or payable with respect thereto, and in and to all causes of action, either at law or in equity, and the right to sue, counterclaim, and recover for past, present, or future infringement of the rights assigned herein.

Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States, and the trademark office or agency of all foreign countries, to record Assignee as the assignee and owner of any and all of Assignor's rights in the Marks and to issue to Assignee any and all trademark registrations and service mark registrations resulting from said trademark applications and service mark applications, or any renewals of said registrations.

Assignor agrees to execute and deliver at a future date, for no additional consideration, any additional documents that Assignee reasonably determines are required to perfect Assignee's ownership to the Marks anywhere in the World.

[Remainder of page intentionally left blank. Signature page follows.]

IN TESTIMONY WHEREOF, the parties hereto have caused this Assignment to be executed and delivered as of the date first above written.

Assignor:
BIRD LIFE DESIGN CORPORATION

By: Wesley N. Riemer
Name: Wesley N. Riemer
Title: Treasurer

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) SS.
)

The foregoing Assignment was acknowledged before me on this 1st day of August 2005 by Wesley N. Riemer, on behalf of Bird Design Corporation, a California Corporation.

Jane M. Kurcon
NOTARY PUBLIC
My Commission Expires: _____

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Jane M. Kurcon, Notary Public
Conshohocken Boro, Montgomery County
My Commission Expires Mar. 24, 2007

Assignee:
VIASYS HOLDINGS, INC.
By: Matthew M. Bennett
Name: Matthew M. Bennett
Title: Vice President & Secretary

STATE OF Pennsylvania)
) SS.
COUNTY OF Montgomery

The foregoing Assignment was acknowledged before me on this 1st day of August 2005 by Matthew M. Bennett, on behalf of Viasys Holdings, Inc., a Delaware corporation.

Jane M. Kurcon
NOTARY PUBLIC
My Commission Expires: _____

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Jane M. Kurcon, Notary Public
Conshohocken Boro, Montgomer
My Commission Expires Mar. 2

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Jane M. Kurcon, Notary Public
Conshohocken Boro, Montgomer
My Commission Expires Mar. 2