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DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks

103049118

its or copy thereof.

1. Name of conveying party(ies):
W. A. Butler Company

Individual(s) Association

General Partnership Limited Partnership

Corporation—State Ohio

Other _____

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

2. Name and address of receiving party(ies)

Name: Butler Animal Health Supply, LLC

Internal Address: _____

Address: _____

Street Address: 5600 Blazer Parkway

City: Dublin State: OH Zip: 43017

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
(Designations 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 _____

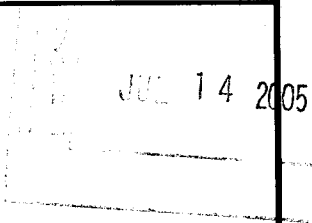
Execution Date: July 11, 2005

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

A. Trademark Application No.(s)
78/433,096

B. Trademark Registration No.(s)
1,204,239; 1,204,240; 1,244,916;
1,246,697; 1,244,917; 2,711,874;
2,181,712; 2,664,252; 1,959,404;
2,795,945

Additional number(s) attached? Yes No



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

Name: Doron S. Goldstein, Esq.

Internal Address: _____
Paul, Weiss, Rifkind, Wharton & Garrison LLP

Street Address: _____
1285 Avenue of the Americas

City: New York State: NY Zip: 10019-6064

6. Total number of applications and registrations involved: **11**

7. Total fee (37 CFR 3.41) _____ \$ 290.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 500706

Paul, Weiss, Rifkind, Wharton & Garrison LLP

(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.

Doron S. Goldstein, Esq. [Signature] 7/13/05

Signature Date

290E

07/26/2005 DBYRNE 0000013 500706 78433096

Total number of pages including cover sheet, attachments, and documents: **4**

01 FC:8521 40.00 DA
02 FC:8522 250.00 DA

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT OF TRADEMARK REGISTRATIONS

AND

PENDING REGISTRATION APPLICATION

ASSIGNMENT

WHEREAS, W.A. Butler Company, an Ohio corporation ("Assignor"), having its principal offices at 5600 Blazer Parkway, Dublin, Ohio has adopted, used, is using and is the owner of trademarks registered in the United States Patent and Trademark Office (the "Office") and of a certain trademark for which an application for registration has been filed in the Office as more fully set forth on Schedule A.

WHEREAS, Butler Animal Health Supply, LLC, a Delaware corporation ("Assignee"), having its principal offices at 5600 Blazer Parkway, Dublin, Ohio, is desirous of acquiring said registered trademarks and application.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee, effective as of July 1, 2005, all right, title and interest in the United States in and to said trademarks and application, together with the goodwill of the business symbolized by said trademarks, together with the portion of the business of Assignor associated therewith, together with all claims for damages by reason of past infringement of said trademarks, with the right to sue for and collect the same.

Signed as of this the 11th day of July, 2005.

W.A. Butler Company

By: *Kevin R. Vasquez*
Kevin R. Vasquez, President

ATTEST:

Sally B. Baker
Sally B. Baker, Secretary

STATE OF Ohio)
)ss.:
COUNTY OF Franklin

On this 11 day of July, 2005, personally appeared Kevin R. Vasquez, to me known and known to me to be the President of W.A. BUTLER COMPANY, the assignor above named, and acknowledged that he executed the foregoing Assignment as of today, 2005 on behalf of said assignor and pursuant to authority duly received.

Bettina Smith
Notary Public



BETTINA SMITH
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES 11-12-06

EXHIBIT A
TO
ASSIGNMENT OF TRADEMARKS
AND
TRADEMARK APPLICATION
FROM
W.A. BUTLER COMPANY
TO
BUTLER ANIMAL HEALTH SUPPLY, LLC

United States Registrations

<u>Trademark</u>	<u>Registration #</u>	<u>Date</u>
Butler, B + design	1,204, 239	08/10/82
Butler	1,204,240	08/10/82
Butler, B + design	1,244,916	07/12/83
B + design	1,246,697	08/02/83
Butler	1,244,917	07/12/83
AccessButler.com	2,711,874	04/29/03
Oxybiotic	2,181,712	08/18/98
Pharmlink	2,664,252	12/17/02
Bova Derm	1,959,404	02/27/96
Parid EQ	2,795,945	12/16/03

Registration Application Pending in
the U.S. Patent and Trademark Office

<u>Trademark</u>	<u>Serial #</u>	<u>Filing Date</u>
CarproFlex Tablets	78/433,096	06/10/04