

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:	01/26/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
NextRx Corporation		01/26/2006	CORPORATION: WASHINGTON

RECEIVING PARTY DATA

Name:	Omnicell, Inc.
Street Address:	1201 Charleston Road
City:	Mountain View
State/Country:	CALIFORNIA
Postal Code:	94043-1337
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2496617	NEXTRX
Registration Number:	2462170	NEXTRX
Registration Number:	2460120	NEXTCENTRAL
Registration Number:	2488210	NEXTCART
Registration Number:	2946679	MEDCACHE
Serial Number:	78473225	NEXTPICK

CORRESPONDENCE DATA

Fax Number: (650)857-0663
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (650) 843-5000
 Email: trademarks@cooley.com
 Correspondent Name: Susan D. Berney-Key
 Address Line 1: 3000 El Camino Real
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CH \$165.00 2496617

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ATTORNEY DOCKET NUMBER:

155649-203

NAME OF SUBMITTER:

Susan D. Berney-Key

Signature:

/Susan D. Berney-Key/

Date:

05/17/2006

Total Attachments: 2
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ASSIGNMENT OF TRADEMARK

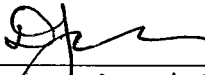
WHEREAS, NextRx Corporation, a Washington corporation ("*Assignor*"), having its principal offices at 22122 20th Avenue, S.E., Suite 163, Bothell, Washington 98021 is the owner of the trademarks listed on the attached **Schedule A**;

WHEREAS, Omnicell, Inc., a Delaware corporation ("*Assignee*"), having its principal offices at 1201 Charleston Road, Mountain View, California 94043, is desirous of acquiring said trademarks; and

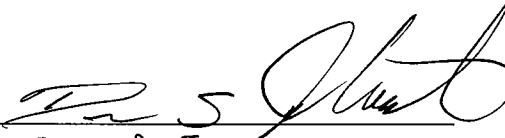
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all its right, title and interest in the United States and worldwide in and to the trademarks on **Schedule A**, together with the goodwill of the business symbolized by said trademarks.

Signed as of January 26, 2006.

ASSIGNOR
NEXTRX CORPORATION

By: 
Name: David J. Kowalik
Title: President & CEO

ASSIGNEE
OMNICELL, INC.

By: 
Name: DAN S. JOHNSTON
Title: SUP - GENERAL COUNSEL

Schedule A

Mark: NEXTRX
Application Serial No.: 75/534,259
Filing Date: August 11, 1998
Registration No.: 2,496,617
Registration Date: October 9, 2001
Class: 7
Country: United States

Mark: NEXTRX
Application Serial No.: 75/534,257
Filing Date: August 11, 1998
Registration No.: 2,462,170
Registration Date: June 19, 2001
Class: 12
Country: United States

Mark: NEXTCENTRAL
Application Serial No.: 75/593,044
Filing Date: November 20, 1998
Registration No.: 2,460,120
Registration Date: June 12, 2001
Class: 7
Country: United States

Mark: NEXTCART
Application Serial No.: 75/592,494
Filing Date: November 20, 1998
Registration No.: 2,488,210
Registration Date: September 11, 2001
Class: 12
Country: United States

Mark: MEDCACHE
Application Serial No.: 78/208,861
Filing Date: January 30, 2003
Registration No.: 2,946,679
Registration Date: May 3, 2005
Class: 10
Country: United States

Mark: NEXTPICK
Application Serial No.: 78/473,225
Filing Date: August 25, 2004
Class: 9
Country: United States