

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/24/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Unimar, Inc.		10/24/2007	CORPORATION:

**RECEIVING PARTY DATA**

Name:	Sage In-Vitro Fertilization, Inc.
Street Address:	6140 Stoneridge Mall Rd.
City:	Pleasanton
State/Country:	CALIFORNIA
Postal Code:	94588
Entity Type:	CORPORATION:

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	2182321	ASPIRETTTE
Registration Number:	1449497	PIPELLE
Registration Number:	1446226	UNIMAR
Registration Number:	1446225	UNIMAR

**CORRESPONDENCE DATA**

Fax Number: (212)732-3232  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-732-3200  
 Email: melnick@clm.com  
 Correspondent Name: Diane B. Melnick, Esq.  
 Address Line 1: 2 Wall St.  
 Address Line 4: New York, NEW YORK 10005

ATTORNEY DOCKET NUMBER: COO19 002

**CH \$115.00 2182321**

NAME OF SUBMITTER:	Diane B. Melnick
Signature:	/diane melnick/
Date:	11/16/2007

**Total Attachments: 8**

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source=UNIMAR merger into SAGE IN-VITRO#page8.tif

# Delaware

PAGE

The First State

I, HARRI E S M I T W H I N D S S E O R R E Y T C A R F A S T E T O F H E A S T E O  
D E L A W E , D O H E R E B C E R E Y T I T A E T A T C H E I A U E R A N O O R R E C  
C O P O Y E T G E E R I T F I T E A O F C R S W N E J P I W H M E R G E S

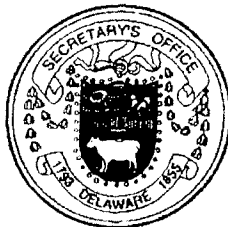
' U N M A R , I N C A C A L I F O R N I A R E A O T I O N

W I H T A N D T I O N ' G E A I - N W I O T F E R I T Z A , T I I N O U N D E T R H E  
N A M E O F S A G E - V I I N T H E C R T I A I T I I , D N C ' L , C A O R E A O T I O N  
O R A E I Z E A N D I E S X T I U N D G E R H E T L A W S F T H A E T S E T I D E L A W ,  
A S R E C I E V E D D A N E I L I E N D T H O I F S F I T C H E T W E X F D H U R D O A E  
O C E F E , R . A . 2 , O A O T 7 1 1 9 ' O O C K L A . M .

A F L E D Y C O P S H C I E R I T C A H A S E B E E O N R W E A R D T C H E  
N E W C A S T L E C O U N T Y R E C O R D E R O F D E E D S .

2251430 8100M

071148087



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6100733

DATE: 10-24-07

TRADEMARK

REEL: 003662 FRAME: 0400

CERTIFICATE OF OWNERSHIP AND MERGER

OF

UNIMAR, INC.

(a California corporation)

into

SAGE IN-VITRO FERTILIZATION, INC.

(a Delaware corporation)

It is hereby certified that:

1. Sage In-Vitro Fertilization, Inc. (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of stock of Unimar, Inc., which is a business corporation of the State of California.
3. The laws of the jurisdiction of organization of Unimar, Inc. permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
4. The Corporation hereby merges Unimar, Inc. into the Corporation.
5. The following is a copy of the resolutions adopted on October 23, 2007 by the Board of Directors of the Corporation to merge the said Unimar, Inc. into the Corporation:

RESOLVED that Unimar, Inc. be merged into this Corporation, and that, upon the effective date of the Merger, all of the estate, property, rights, privileges, powers, and franchises of Unimar, Inc. be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Unimar, Inc. in its name.

RESOLVED that upon the effectiveness of the Merger, the Corporation shall assume all of the obligations of Unimar, Inc.

RESOLVED that to consummate the Merger, the proper officers of the Corporation be, and each of them hereby is, authorized and directed to execute and file and record the Certificate of Ownership and Merger, and any other documents prescribed by the laws of the State of Delaware, by the laws of the State of California, and by the laws of any other state that are applicable to the Merger and to perform all necessary acts within the jurisdiction of organization of Unimar, Inc. and of this Corporation and within such other state to effectuate the Merger.

RESOLVED that the effective date of the Merger shall be October 24, 2007.

[Signature Page Follows]

Executed on October 24, 2007

SAGE IN-VITRO FERTILIZATION, INC.

By: /s/ Carol Kaufman  
Carol Kaufman, Vice President & Secretary

6234728.1

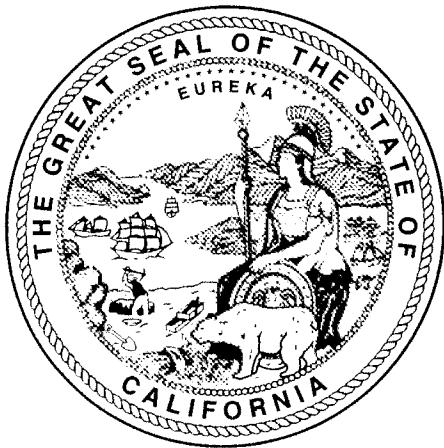
**TRADEMARK**  
**REEL: 003662 FRAME: 0402**



**State of California**  
**Secretary of State**

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of

OCT 24 2007

*Debra Bowen*

DEBRA BOWEN  
Secretary of State

# Delaware

O C 2 2 0 0

P A G E

## The First

I, HARRI E T S H M I W T T I N D S E D O R R E T A R S Y T O A F T E T H E F S A T T E O F  
D E L A W A R E H E D R E B C Y E R T I F Y A T T H A K H E D T H I S U S A G A N D R R E C  
C O P Y O F R T H E I C A E T T E O W N E O R S H, I P W H R I G E H S M E

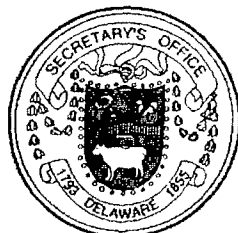
' U N I M A R I N, C A . C A L I F I C A R N C O R P O R A T I O N I

W I T H A N D ' I S N A T I O N A L - I T R O V I F E R T A I T L I, I D E N C " I U N D I E R T  
N A M E O " F S I A N G V E T R O I F E R T A, T I N C E, N C O R P O R A T I O  
O G A N I Z E D A N D I S T E I N G T U N K A W S O F T H E E S C T I A W A R E  
A S R E C V E I A N D F I I N E D H E F S I C O E T W H E N T Y F I D U R A T Y O F  
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A F I L E D O C O P Y I S I C E G A T E B H A S N W E A R D H E D H I D T  
N E W C A S T L E C O U N T Y R E C O R D E R O F D E E D S .

2251430 8100M

071148087



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6100733

DATE: 10-24-07

TRADEMARK

REEL: 003662 FRAME: 0404

State of Delaware  
Secretary of State  
Division of Corporations  
Filed 11:20 AM 10/24/2007  
FILED 11:19 AM 10/24/2007  
SRV 071148087 - 2251430 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

OF

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(a California corporation)

into

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[Signature Page Follows]



Executed on October 24, 2007

SAGE IN-VITRO FERTILIZATION, INC.

By: /s/ Carol Kaufman  
Carol Kaufman, Vice President & Secretary



6234728.1

**TRADEMARK**  
**REEL: 003662 FRAME: 0406**

**UNIMAR, INC.  
REGISTERED MARKS**

Mark	Country	File Date	Ser. No.	Reg. Date	Reg. No.	Classes
ASPIRETTE	U.S.	07/11/1997	75/323,302	08/18/1998	2,182,321	26, 39, 44
PIPELLE	U.S.	12/16/1986	73,635,729	07/28/1987	1,449,497	44
UNIMAR (Stylized)	U.S.	12/01/1986	73/634,023	07/07/1987	1,446,226	44
UNIMAR	U.S.	12/01/1986	73/634,022	07/07/1987	1,446,225	44