

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/25/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sage In-Vitro Fertilization, Inc.		10/25/2007	CORPORATION:

RECEIVING PARTY DATA

Name:	CooperSurgical, Inc.
Street Address:	6140 Stoneridge Mall Rd.
Internal Address:	Suite 590
City:	Pleasanton
State/Country:	CALIFORNIA
Postal Code:	94588
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2182321	ASPIRETTE
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

TRADEMARK

900092195

REEL: 003662 FRAME: 0417

CH \$115.00 2182321

NAME OF SUBMITTER:	Diane B. Melnick
Signature:	/diane melnick/
Date:	11/16/2007
Total Attachments: 4 source=SAGE IN-VITRO merger into CSI#page1.tif source=SAGE IN-VITRO merger into CSI#page2.tif source=SAGE IN-VITRO merger into CSI#page3.tif source=SAGE IN-VITRO merger into CSI#page4.tif	

Delaware

PAGE 1

The First State

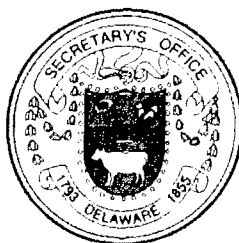
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"SAGE IN-VITRO FERTILIZATION, INC.", A DELAWARE CORPORATION, WITH AND INTO "COOPERSURGICAL, INC." UNDER THE NAME OF "COOPERSURGICAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 2007, AT 5:52 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2247088 8100M

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6111474

DATE: 10-29-07

TRADEMARK
REEL: 003662 FRAME: 0419

CERTIFICATE OF OWNERSHIP AND MERGER

OF

SAGE IN-VITRO FERTILIZATION, INC.
(a Delaware corporation)

INTO

COOPERSURGICAL, INC.
(a Delaware corporation)

It is hereby certified that:

1. CooperSurgical, 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 the stock of Sage In-Vitro Fertilization, Inc., which is also a business corporation of the State of Delaware.
3. On October 24, 2007, the Board of Directors of the Corporation adopted the following resolutions to merge Sage In-Vitro Fertilization, Inc. into the Corporation:

RESOLVED that Sage In-Vitro Fertilization, 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 Sage In-Vitro Fertilization, 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 Sage In-Vitro Fertilization, Inc. in its name.

RESOLVED that, upon the effectiveness of the Merger, the Corporation shall assume all of the obligations of Sage In-Vitro Fertilization, 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 and by the laws of any other state that are applicable to the Merger, and to perform all necessary acts within the State of Delaware and within such other state to effectuate the Merger.

RESOLVED that the effective date of the Merger shall be October 25, 2007.

[Signature Page Follows]

Executed on October 25, 2007

COOPERSURGICAL, INC.

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

**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