

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CONVERSION FROM LP TO LLC

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PETER BRASSELER HOLDINGS, LP	FORMERLY BRASSELER USA I, LP	02/12/2008	LIMITED PARTNERSHIP: GEORGIA

RECEIVING PARTY DATA

Name:	PETER BRASSELER HOLDINGS, LLC
Street Address:	One Brasseler Boulevard
City:	Savannah
State/Country:	GEORGIA
Postal Code:	31419
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2973097	XK-PRO 100
Registration Number:	2849995	BRASSELER USA DENTAL ROTARY INSTRUMENTS
Registration Number:	2852278	BRASSELER USA
Registration Number:	2802841	BRASSELER USA
Registration Number:	1497550	TAVA
Registration Number:	0706436	BRASSELER
Serial Number:	77326123	TAVA

CORRESPONDENCE DATA

Fax Number: (212)218-2200
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 202-530-1010
 Email: wolsen@fchs.com
 Correspondent Name: FITZPATRICK, CELLA, HARPER & SCINTO
 Address Line 1: 30 Rockefeller Plaza

CH \$190.00 2973097

Address Line 2: 38th Floor
Address Line 4: New York, NEW YORK 10112-3801

ATTORNEY DOCKET NUMBER:	02650.1000
NAME OF SUBMITTER:	Warren E. Olsen (Reg. No. 27,290)
Signature:	/warreneolsen/
Date:	02/15/2008

Total Attachments: 8

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STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF CONVERSION

I, **Karen C Handel**, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that a certificate of conversion has been filed on **02/13/2008** converting

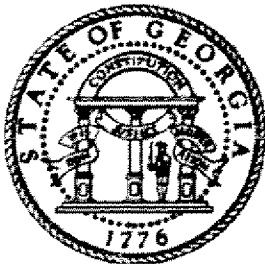
PETER BRASSELER HOLDINGS, L.P.
a Domestic Limited Partnership

to

PETER BRASSELER HOLDINGS, LLC
a Foreign Non-Qualifying Entity

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid. Conversion of the above-named entity is effective upon issuance of this certificate.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on February 13, 2008



A handwritten signature in cursive script, reading "Karen C Handel".

Karen C Handel
Secretary of State

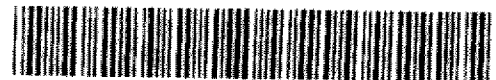
**CERTIFICATE OF CONVERSION
OF
PETER BRASSELER HOLDINGS, L.P.**

1. The name of the limited partnership is "Peter Brasseler Holdings, L.P.," a Georgia limited partnership (the "Partnership").
2. The name of the entity to which the Partnership shall be converted is "Peter Brasseler Holdings, LLC" (the "Company"); and the jurisdiction to which the Partnership shall be converted is Delaware.
3. The effective date and time of the conversion of the Partnership shall be 12:01 a.m., Eastern Time, on February 13, 2008.
4. The plan of conversion, which sets forth the manner and basis of converting the interests of the partners of the Partnership into limited liability company membership interests in the Company, has been approved in accordance with Section 14-9-206.8(c) of the Georgia Revised Uniform Limited Partnership Act (the "Act").
5. The authority of the Partnership's registered agent to accept service on behalf of the Partnership is revoked as of the effective time of the conversion as set forth above and the Secretary of State is irrevocably appointed as the agent for service of process on the entity resulting from such conversion in any proceeding to enforce an obligation of the Partnership arising prior to the effective time of such conversion.
6. The mailing address to which a copy of any process served on the Secretary of State under Subsection 14-9-206.8(e)(5) of the Act may be mailed as provided in Subsection 14-9-206.8(h) of the Act is:

Peter Brasseler Holdings, LLC
One Brasseler Boulevard
Savannah, Georgia 31419

7. The Secretary of State shall be notified of any change in the resulting entity's mailing address.

State of Georgia
Conversion 2 Page(s)



T0804315105

ATI-2307769v3

IN WITNESS WHEREOF, this Certificate has been executed on behalf of the Partnership on this the 17th day of February, 2008.

PETER BRASSELER HOLDINGS, L.P.

By: 1405, Inc., its General Partner

By: Don L. Waters
Don L. Waters, Chairman

2008 FEB 12 PM 2:11
SECRETARY OF STATE
CORPORATIONS DIVISION

EXHIBIT B

Delaware Certificate of Conversion

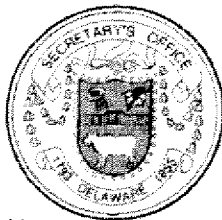
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A GEORGIA LIMITED PARTNERSHIP UNDER THE NAME OF "PETER BRASSELER HOLDINGS, L.P." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PETER BRASSELER HOLDINGS, L.P." TO "PETER BRASSELER HOLDINGS, LLC", FILED IN THIS OFFICE ON THE TWELFTH DAY OF FEBRUARY, A.D. 2008, AT 2:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTEENTH DAY OF FEBRUARY, A.D. 2008, AT 12:01 O'CLOCK A.M.



4503525 8100V

080147892

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6377269

DATE: 02-12-08

TRADEMARK
REEL: 003720 FRAME: 0599

**CERTIFICATE OF CONVERSION
FROM A LIMITED PARTNERSHIP TO A LIMITED
LIABILITY COMPANY PURSUANT TO SECTION 18-214
OF THE LIMITED LIABILITY COMPANY LAW**

To the Secretary of State
State of Delaware

First: The jurisdiction where the Limited Partnership was first formed is the State of Georgia.

Second: The jurisdiction immediately prior to filing this Certificate of Conversion is the State of Georgia.

Third: The date the Limited Partnership was first formed was July 5, 1989.

Fourth: The name of the Limited Partnership immediately prior to filing this Certificate of Conversion is Peter Brasseler Holdings, L.P.

Fifth: The effective time and date of the Conversion provided for herein shall be 12:01 a.m. on February 13, 2008.

Sixth: The name of the Limited Liability Company as set forth in the Certificate of Formation is Peter Brasseler Holdings, LLC.

1405, Inc., its General Partner

By: Don L. Waters
Don L. Waters, Chairman

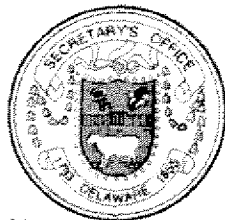
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "PETER BRASSELER HOLDINGS, LLC" FILED IN THIS OFFICE ON THE TWELFTH DAY OF FEBRUARY, A.D. 2008, AT 2:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTEENTH DAY OF FEBRUARY, A.D. 2008, AT 12:01 O'CLOCK A.M.



4503525 8100V

080147892

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6377269

DATE: 02-12-08

TRADEMARK
REEL: 003720 FRAME: 0601

CERTIFICATE OF FORMATION

OF

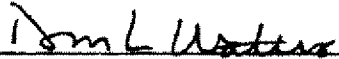
PETER BRASSELER HOLDINGS, LLC

The undersigned, an authorized natural person, for the purpose of forming a limited liability company (hereinafter called the "Company"), under the provisions and subject to the requirements of the Delaware Limited Liability Company Act, hereby certifies that:

1. The name of the limited liability company is Peter Brasseler Holdings, LLC.

2. The address of the registered office and the name and the address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are National Registered Agents, Inc., 160 Greentree Drive, Suite 101, Dover, Delaware 19904.

Executed effective as of 12:01 a.m. on February 13, 2008.



Don L. Waters, authorized person