

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT												
NATURE OF CONVEYANCE:	Clarifying IP Assignment effective as of January 1, 2007 to clarify the assignments recorded at Reel/Frame 003453/0771 and 003463/0091												
CONVEYING PARTY DATA													
<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:30%;">Name</th> <th style="width:30%;">Formerly</th> <th style="width:15%;">Execution Date</th> <th style="width:25%;">Entity Type</th> </tr> </thead> <tbody> <tr> <td>Welch Allyn, Ltd.</td> <td></td> <td>02/29/2008</td> <td>CORPORATION: IRELAND</td> </tr> </tbody> </table>		Name	Formerly	Execution Date	Entity Type	Welch Allyn, Ltd.		02/29/2008	CORPORATION: IRELAND				
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Welch Allyn, Ltd.		02/29/2008	CORPORATION: IRELAND										
RECEIVING PARTY DATA													
<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:20%;">Name:</td> <td>Welch Allyn, Inc.</td> </tr> <tr> <td>Street Address:</td> <td>4341 State Street Road</td> </tr> <tr> <td>City:</td> <td>Skaneateles Falls</td> </tr> <tr> <td>State/Country:</td> <td>NEW YORK</td> </tr> <tr> <td>Postal Code:</td> <td>13153</td> </tr> <tr> <td>Entity Type:</td> <td>CORPORATION: NEW YORK</td> </tr> </table>		Name:	Welch Allyn, Inc.	Street Address:	4341 State Street Road	City:	Skaneateles Falls	State/Country:	NEW YORK	Postal Code:	13153	Entity Type:	CORPORATION: NEW YORK
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PROPERTY NUMBERS Total: 1													
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Property Type	Number	Word Mark											
Registration Number:	2485137	DENLITE											
CORRESPONDENCE DATA													
<p>Fax Number: (212)755-7306 <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i></p> <p>Phone: 212-326-3939 Email: NYTEF@JONESDAY.COM Correspondent Name: JONES DAY Address Line 1: 222 EAST 41ST STREET Address Line 4: New York, NEW YORK 13153</p>													
ATTORNEY DOCKET NUMBER:	10944-147-999												
NAME OF SUBMITTER:	Elizabeth S. Langston												
Signature:	/Elizabeth S. Langston/												
Date:	03/03/2008												

CH \$40.00 2485137

Total Attachments: 5

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CLARIFYING IP ASSIGNMENT

THIS CLARIFYING IP ASSIGNMENT, effective as of January 1, 2007 (the "Effective Date"), is by and among Welch Allyn, Ltd., an Irish corporation, Welch Allyn, Inc., a New York corporation, and Miltex, Inc., a Delaware corporation (each a "Party", and collectively the "Parties").

WHEREAS, Welch Allyn, Inc. and Miltex, Inc. entered into that certain Purchase and Sale Agreement, made as of January 1, 2007, pursuant to which Welch Allyn, Inc. sold to Miltex, Inc. Welch Allyn, Inc.'s assets utilized in Welch Allyn, Inc.'s business of production and sale of the DenLite® product line, including the patents and patent applications identified and set forth in Schedule A attached hereto (the "Patents") and the trademark registration identified and set forth in Schedule B attached hereto (the "Trademark") (hereinafter collectively referred to as the "Transferred Intellectual Property Assets");

WHEREAS, effective as of January 1, 2007, immediately prior to the assignment of the Transferred Intellectual Property Assets from Welch Allyn, Inc. to Miltex, Inc., Welch Allyn, Ltd. assigned to Welch Allyn, Inc. (i) all rights, title and interest in and to U.S. Patent No. 5,139,421, U.S. Patent No. 5,457,611, and U.S. Patent No. D370,063, which assignment was recorded with the United States Patent and Trademark Office ("USPTO") on January 3, 2007 at Reel/Frame 018700/0170 ("First Patent Assignment"), and (ii) all rights, title and interest in and to the Trademark, together with the goodwill of the business in the United States symbolized by and associated with the Trademark, which assignment was recorded with the USPTO on January 3, 2007 at Reel/Frame 003453/0771 ("First Trademark Assignment");

WHEREAS, effective as of January 1, 2007, after such assignment from Welch Allyn, Ltd. to Welch Allyn, Inc., Welch Allyn, Inc. assigned to Miltex, Inc. (i) all rights, title and interest in and to the Patents, which assignment was recorded with the USPTO on January 17, 2007 at Reel/Frame 018767/0063 against all the Patents, except U.S. Patent No. 5,385,468 ("Second Patent Assignment"), and (ii) all rights, title and interest in and to the Trademark, together with the goodwill of the business in the United States symbolized by and associated with the Trademark, which assignment was recorded with the USPTO on January 17, 2007 at Reel/Frame 003463/0091 ("Second Trademark Assignment");

WHEREAS, the First Patent Assignment and First Trademark Assignment were dated January 3, 2007 in error;

WHEREAS, the First Patent Assignment and First Trademark Assignment should have been dated January 1, 2007;

WHEREAS, the Second Trademark Assignment was recorded with the USPTO without Welch Allyn, Inc.'s signature;

WHEREAS, U.S. Patent No. 5,385,468 was inadvertently omitted from the First Patent Assignment;

WHEREAS, on January 5, 2007, in order to rectify such omission, Welch Allyn, Ltd. assigned to Welch Allyn, Inc. all rights, title and interest in and to U.S. Patent No. 5,385,468, which assignment was recorded with the USPTO on January 5, 2007 at Reel/Frame 018711/0319 ("Third Patent Assignment");

WHEREAS, the Third Patent Assignment should have been dated January 1, 2007; and

WHEREAS, the Parties wish to clarify the chain of title of the Transferred Intellectual Property Assets.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Parties agree as follows:

1. Welch Allyn, Ltd. does hereby sell and assign unto Welch Allyn, Inc. (i) all rights, title and interest in and to U.S. Patent No. 5,139,421, U.S. Patent No. 5,457,611, U.S. Patent No. D370,063, and U.S. Patent No. 5,385,468, and (ii) all rights, title and interest in and to the Trademark, together with the goodwill of the business in the United States symbolized by and associated with the Trademark, and, in each case (i) and (ii), all rights for recovery, damages and profits for past infringements, if any.

2. Welch Allyn, Inc. does hereby sell and assign unto Miltex, Inc. (i) all rights, title and interest in and to the Patents, and (ii) all rights, title and interest in and to the Trademark, together with the goodwill of the business in the United States symbolized by and associated with the Trademark, and, in each case (i) and (ii), all rights for recovery, damages and profits for past infringements, if any.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Parties have caused their duly authorized officers, having all requisite authority, to enter into this Clarifying IP Assignment, with effect from the date first above written.

Subscribed And Sworn To Before
Me This 29th Day Of February, 2008.

Sarah D. Cates
Notary Public

SARAH D. CATES
Notary Public, State of New York
No. 02CA5067053
Qualified in Onondaga County
Commission Expires 10-7-10

WELCH ALLYN, LTD.

By: Chris Horacek

Name: Chris Horacek

Title: Secretary

Subscribed And Sworn To Before
Me This 29th Day Of February, 2008.

Sarah D. Cates
Notary Public

SARAH D. CATES
Notary Public, State of New York
No. 02CA5067053
Qualified in Onondaga County
Commission Expires 10-7-10

WELCH ALLYN, INC.

By: M. Jack Rudnick

Name: M. Jack Rudnick

Title: Vice President

Subscribed And Sworn To Before
Me This 29 Day Of February, 2008.

Eileen Blum
Notary Public

EILEEN BLUM
NOTARY PUBLIC, STATE OF NEW JERSEY
Commission Expires February 2, 20 11

MILTEX, INC.

By: Richard D. Gorolick

Name: Richard D. Gorolick

Title: Secretary

Eileen Blum
EILEEN BLUM
NOTARY PUBLIC, STATE OF NEW JERSEY
Commission Expires February 2, 20 11

SCHEDULE A

U.S. PATENTS

Appl. No.	Filing Date	Patent No.	Issue Date
07/390963	8/8/1989	5,139,421	8/18/1992
08/089251	7/9/1993	5,457,611	10/10/1995
D/025525	7/5/1994	D370,063	5/21/1996
08/089254	7/9/1993	5,385,468	1/31/1995

U.S. PATENT APPLICATIONS

Appl. No.	Filing Date
10/941,530	9/15/2004
11/095,461	3/30/2005

SCHEDULE B

U.S. TRADEMARK REGISTRATION

Trademark	Reg. No.	Reg. Date
DENLITE	2,485,137	9/4/2001

NYI-4066948v3