

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		BILL OF SALE AND UCC TRANSFER STATEMENT	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
THE TRYLON CORPORATION		05/31/2005	CORPORATION:
RECEIVING PARTY DATA			
Name:	SHARED MEDICAL RESOURCES, LLC		
Street Address:	190 Newport Center Drive, Suite 100		
City:	Newport Beach		
State/Country:	CALIFORNIA		
Postal Code:	92660		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1818853	SPIRABRUSH CX	
CORRESPONDENCE DATA			
Fax Number:	(949)760-9502		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	949-760-0404		
Email:	efiling@kmob.com, thomas.yee@kmob.com, sarah.couvillion@kmob.com		
Correspondent Name:	Thomas Y. Yee		
Address Line 1:	2040 Main Street, 14th Fl.		
Address Line 2:	Knobbe Martens Olson & Bear LLP		
Address Line 4:	Irvine, CALIFORNIA 92614		
ATTORNEY DOCKET NUMBER:	SHMED.003T		
NAME OF SUBMITTER:	THOMAS Y. YEE		
Signature:	/THOMAS Y. YEE/		

OP \$40.00 1818853

Date:

04/23/2009

Total Attachments: 17

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EXHIBIT 1

Bill of Sale

EXHIBIT 1

BILL OF SALE

THIS BILL OF SALE is made and entered into as of the 31st day of May, 2005 (this "Bill of Sale"), by SHARED MEDICAL RESOURCES, LLC ("Transferor").

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, Transferor hereby sells, assigns, transfers, conveys, grants and delivers to Shared Medical Resources, LLC ("Transferee") all right, title and interest of The Trylon Corporation ("Debtor") in and to all (i) inventory, (ii) chattel paper, (iii) accounts, (iv) equipment, (v) general intangibles, (vi) instruments, (vii) rents, monies, payments and all other rights, arising out of a sale, lease, license or other disposition of any of Debtor's property, (viii) all records and data relating to any of the property described in this paragraph, whether in the form of a writing, photograph, microfilm, microfiche, or electronic media, together with all right, title and interest in and to all computer software required to utilize, create, maintain and process any such records or data on electronic media, (ix) the other property set forth in Exhibit A attached hereto, and (xi) all attachments, accessories, accessories, tools, parts, supplies, increases, and additions to and all replacements of and substitutions of any of the foregoing (all of the foregoing, collectively, the "Collateral"), in each case, solely to the extent Transferor has the right to transfer such right, title and interest.

THE COLLATERAL IS BEING TRANSFERRED TO TRANSFEREE HEREUNDER "AS-IS, WHERE-IS," WITH ALL FAULTS. TRANSFEREE UNCONDITIONALLY ACKNOWLEDGES THAT NEITHER TRANSFEROR NOR ANY OF ITS OFFICERS, DIRECTORS, MANAGERS, EMPLOYEES, AFFILIATES, AGENTS OR REPRESENTATIVES, HAS MADE OR SHALL BE DEEMED TO HAVE MADE ANY PROMISE, GUARANTY, REPRESENTATION OR WARRANTY, EXPRESS OR IMPLIED, AS TO THE DESCRIPTION, TITLE, VALUE, CONDITION, DESIGN, AGE, OPERATION, PERFORMANCE, MERCHANTABILITY, FITNESS FOR USE OR FOR ANY PARTICULAR PURPOSE, OF ANY ITEM OF COLLATERAL OR AS TO THE QUALITY OF THE MATERIAL OR WORKMANSHIP OF ANY ITEM OF COLLATERAL OR AS TO THE CONFORMITY OF ANY ITEM OF COLLATERAL TO THE DESCRIPTION OR CONDITIONS SET FORTH HEREIN OR AS TO THE ADEQUACY OF ANY DOCUMENTATION OR RECORDS PROVIDED OR TO BE PROVIDED TO TRANSFEREE PURSUANT HERETO OR AS TO THE ABSENCE OF LATENT OR OTHER DEFECTS, WHETHER OR NOT DISCOVERABLE AND WHETHER KNOWN OR UNKNOWN, OR ANY OTHER REPRESENTATION OR WARRANTY WHATSOEVER, EXPRESS OR IMPLIED, WITH RESPECT TO THE COLLATERAL OR ANY PART THEREOF, ALL OF WHICH ARE HEREBY EXPRESSLY EXCLUDED AND EXTINGUISHED. TRANSFEREE HEREBY WAIVES, AS BETWEEN ITSELF AND TRANSFEROR AND AGREES NOT TO SEEK TO ESTABLISH OR ENFORCE ANY RIGHTS, REMEDIES OR CLAIMS (WHETHER STATUTORY OR OTHERWISE) AGAINST TRANSFEROR IN RESPECT OF ANY OF THE MATTERS SET FORTH IN THIS PARAGRAPH.


The rights and obligations of the parties under this Bill of Sale shall be construed under and governed by the internal laws of the State of California without giving effect to any choice of law or conflict of law provision or rules thereof.

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23163457.DOC

WITNESS WHEREOF, Transferor has caused this Bill of Sale to be duly executed as of the day and year first written above.

SHARED MEDICAL RESOURCES, LLC

By: 
Name: GORDON M. OLSEN
Title: PR. & CEO

**EXHIBIT A
COLLATERAL**

I. General

(a) All attachments, accessions, accessories, furniture, equipment, testing devices, pumps, compressors, machinery, computers, disc drives, local area networks, cabling, monitors, printers, CAD plotters, scanners, servers, telephone systems, facsimile machines, copiers, tools, parts, supplies, increases, and additions to and all replacements of and substitutions for any property described above.

(b) All products and produce of any of the property described herein.

(c) All accounts, general intangibles, patents, patent rights, license rights, drawings, specifications, trademarks, service marks, trade names, fictitious business names, instruments, securities, rents, royalties, deposits, orders, monies, payments, and all other rights arising out of or used in connection with the design, manufacture, production, sale, lease, or other disposition of any of the property described herein.

(d) All proceeds (including insurance proceeds) from the sale, destruction, loss, or other disposition of any of the property described herein.

(e) All records and data relating to any of the property described in this Collateral section, whether in the form of a writing, photograph, microfilm, microfiche, or electronic media, together with all of Debtor's right, title, and interest in and to all computer software required to utilize, create, maintain, and process any such records or data on electronic media.

II. Patents

Patent #: 6496718
Issue Dt: 12/17/02
Application #: 570257
Filing Dt: 05/12/2000

Title: BODY CAVITY LIGHT USING DIFFUSE LIGHT SOURCE

Abstract: An apparatus for performing medical examinations of tissue and a method of performing such examinations are described. The apparatus comprises a modified fiber-optic light source, wherein the modification allows for the creation of a diffused light source. The diffuse light source produces omni-directional light in the green-blue-white spectrum, which can be used to photo-differentiate healthy from non-healthy tissues based on the absorptivity of the tissue under examination. The luminous element of the apparatus may be miniaturized, and take on shapes which may be usefully employed, including by insertion into a body cavity to be examined. The diffuse light source may be used in conjunction with a speculum, as well as with other endoscopic instrumentation, such as specula, anosopes, and the like, for application in both diagnostic and surgical procedures. The method of performing examinations using the apparatus is also described.

* * * * *

Patent #: 5179938
Issue Dt: 01/19/1993
Application #: 07660674

Filing Dt: 02/25/1991

Title: APPARATUS FOR ENDOSCOPIC EXAMINATION OF BODY CAVITY USING CHEMILUMINESCENT LIGHT SOURCE

Abstract: The present invention is an apparatus for performing medical examinations in body cavities, and a method of performing such examinations. The apparatus has a chemiluminescent light source having particular wavelength characteristics made up of blue and green wavelengths, and preferably a smaller peak of red light. The apparatus permits improved screening of the mucosal surfaces of body cavities such as the vaginal, anal and oral cavities for a number of abnormalities including lesions, atypia, dysplasia, abnormal vascularization and abnormal discharge. The method of performing examinations using the apparatus is also described.

* * * * *

Patent #: 5329938
Issue Dt: 07/19/1994
Application #: 07991444
Filing Dt: 12/16/1992

Title: METHOD FOR ENDOSCOPIC EXAMINATION OF BODY CAVITY USING CHEMILUMINESCENT LIGHT SOURCE

Abstract: The present invention is an apparatus for performing medical examinations in body cavities, and a method of performing such examinations. The apparatus has a chemiluminescent light source having particular wavelength characteristics made up of blue and green wavelengths, and preferably a smaller peak of red light. The apparatus permits improved screening of the mucosal surfaces of body cavities such as the vaginal, anal and oral cavities for a number of abnormalities including lesions, atypia, dysplasia, abnormal vascularization and abnormal discharge. The method of performing examinations using the apparatus is also described.

* * * * *

Interest in Joint Venture with Oralscan Owning

Patent #: 6258044
Issue Dt: 07/10/01
Application #: 360425
Filing Dt: 07/23/99

Title: APPARATUS AND METHOD FOR OBTAINING TRANSEPIITHELIAL SPECIMEN OF A BODY SURFACE USING A NON-LACERATING TECHNIQUE.

Abstract: A non-lacerational technique to collect cells in an oral mouth cavity utilizes a brush with bristles which have an abrading surface and collect cells from superficial, intermediate and basal layers of the oral tissue.

* * * * *

III. Trademarks

Serial #: 73558251
Filing Dt: 09/12/1985
Reg #: 1403895
Reg. Dt: 08/05/1986
Mark: SPECULITE

Z3163457.DOC

4

Current Status: Section 8 and 15 affidavits have been accepted and acknowledged.
Date of Status: 1992-09-25
Filing Date: 1985-09-12
Registration Date: 1986-08-05
Register: Principal
Goods and/or Services: DISPOSABLE VAGINAL LIGHTING INSTRUMENTS FOR
ILLUMINATING THE INTERIOR OF THE VAGINA
First Use Date: 1985-04-01
First Use in Commerce Date: 1985-08-15

* * * * *

Serial #: 75645401
Filing Dt: 02/22/1999
Reg #: 2436267
Mark: PAPSURE
Current Status: Registered
Date of Status: 2001-03-20
Filing Date: 1999-02-22
Transformed into a
National Application: No
Registration Date: 2001-03-20
Register: Principal
International Class: 010
Goods and/or Services: MEDICAL DEVICE, NAMELY, CHEMILUMINESCENT LIGHT
FOR USE IN ENDOSCOPIC EXAMS
First Use Date: 1999-01-21
First Use in Commerce Date: 1999-02-05

International Class: 042
Goods and/or Services: MEDICAL SERVICES, NAMELY, GYNECOLOGICAL PAP
EXAMINATIONS FEATURING VISUALIZATION OF THE CERVIX
IN ORDER TO DETERMINE THE PRESENCE OF PRE-
CANCEROUS CELLS AND HUMAN PAPILOMAVIRUS
First Use Date: 1999-01-21
First Use in Commerce Date: 1999-02-05

* * * * *

Serial #: 74370500
Reg. #: 1818853
Mark: SPIRABRUSH CX
Current Status: This registration has been renewed.
Date of Status: 2003-12-29
Filing Date: 1993-03-22
Transformed into a
National Application: No
Registration Date: 1994-02-01
Register: Principal

23163457.DOC

5

International Class: 010
 Goods and/or Services: MEDICAL DEVICES; NAMELY, A BRUSH FOR TAKING TISSUE
 SAMPLES FOR GYNECOLOGICAL EXAMINATIONS
 First Use date: 1992-12-04
 First Use in Commerce Date: 1992-12-04

* * * * *

IV. Equipment and Furnishings

<u>Furniture</u>	<u>Number of Items</u>	<u>Purchase Date</u>
Conference Table	2	1996
Executive Desk Sets	3	1996
Office Desk Sets	7	1996
Secretarial Desk Sets	3	1996
Workstation Desks	7	1996
Chairs	30	1996
Laptop Computers	3	2000
Desktop Computers (Dell)	8	2000
HP color laserjet printer	1	2000
Computer Servicer (Dell)	1	2000
Desktop Computer (Dell)	2	2002

V. Accounts/Contract Rights

All of Debtor's right, title and interest in and to:

- (a) letter agreement dated June 17, 1998, between Debtor and OralScan Laboratories, Inc. ("OralScan");
- (b) letter agreement dated June 22, 1998, between Debtor and OralScan;
- (c) Agreement dated as of the 20th day of December, 2000, between Debtor and OralScan;
- (d) Exclusive Distributorship Agreement, dated 9th day of September, 1994, between Ormniglow Corporation and Debtor;
- (e) Product Acquisition Agreement dated December 14, 2001 (the "Watson Agreement"), between Debtor and Watson Diagnostics, Inc., a Delaware corporation ("Watson");
- (f) Common Stock Purchase Agreement between Watson and Borrower dated as of December 14, 2001, and the related Promissory Note from Watson to Borrower dated as of December 14, 2001, in the principal amount of approximately \$10,999,180 (collectively, the "Watson Stock Purchase Agreement");
- (g) License Agreement, dated December 4, 2001, between Zila, Inc., a Delaware corporation ("Zila") and Debtor; and
- (h) Amended and Restated Asset Purchase Agreement, dated as of December 4, 2001, by and between Zila and Debtor.

V. Claims Against Third Parties Not Reduced to Judgment

All rights arising of Debtor in respect of an alleged breach by Watson of the Watson Agreement and/or the Watson Stock Purchase Agreement, including, without limitation, any and all rights in and to the arbitration proceedings in respect of the Watson Agreement and/or the Watson Stock Purchase Agreement, and any arbitration award or judgment in favor of Debtor in respect thereof

EXHIBIT 2
Transfer Statement

2425977
030806

EXHIBIT 2

TRANSFER STATEMENT PURSUANT TO SECTION 9619 OF THE CALIFORNIA UNIFORM COMMERCIAL CODE

This Transfer Statement is dated as of February 17th, 2006, and is executed by Shared Medical Resources, LLC, a Delaware limited liability company ("Secured Creditor"), pursuant to and in accordance with Section 9619 of the California Uniform Commercial Code ("CUCC"), with reference to the following:

1. Secured Obligations. Secured Creditor is a party to that certain Asset Purchase Agreement dated May 5, 2005 (the "Purchase Agreement"), among Secured Creditor, on the one hand, and Pacific Republic Capital, LLC, a Delaware limited liability company ("PRC"). Pursuant to the Purchase Agreement, Secured Creditor acquired all of PRC's rights, title and interest in and to, among other things, that certain Amended and Restated Business Loan and Security Agreement and Amended and Restated Promissory Note, in the original principal amount of \$2,000,000, by and between The Trylon Corporation ("Debtor") and PRC, dated as of November 12, 2003 (as amended, modified and supplemented by Amendment Number One, Two and Three to Amended and Restated Business Loan and Security Agreement and Amended and Restated Promissory Note dated March 31, 2004, July 15, 2004 and September 3, 2004, respectively; and Forbearance Agreement dated November 16, 2004 (collectively, the "Loan Agreement") (the indebtedness and other obligations of Debtor under the Loan Agreement are hereinafter sometimes referred to collectively as the "Obligations").

2. Collateral. Pursuant to the Loan Agreement, Debtor granted to PRC a continuing security interest in the following personal property ("Collateral"): All right, title or interest, whether now owned or hereafter acquired or arising, of Debtor in and to any and all (i) inventory, (ii) chattel paper, (iii) accounts, (iv) equipment, (v) general intangibles, (vi) instruments, (vii) rents, monies, payments and all other rights, arising out of a sale, lease, license or other disposition of any of Debtor's property, (viii) all proceeds (including insurance proceeds) from the sale, destruction, loss or other disposition of any of the property described in this definition, whether in the form of a writing, photograph, microfilm, microfiche, or electronic media, together with all right, title and interest in and to all computer software required to utilize, create, maintain and process any such records or data on electronic media, (x) the other property set forth on Exhibit A hereto, and (xi) all attachments, accessions, accessories, tools, parts, supplies, increases and additions to and all replacements of and substitutions of any of the foregoing.

3. Perfection of Security Interests. PRC perfected its security interests by filing UCC1 financing statements in the manner and with the appropriate office in the proper jurisdiction as provided in the CUCC.

4. Debtor's Defaults. Debtor defaulted under and in connection with the Obligations, and PRC accelerated the maturity of the Obligations and made demand upon the Debtor for immediate payment of said Obligations in full. Notice of such defaults and demand for payment was given to Debtor on or about February 18, 2005. As a result of such defaults, one or more "Events of Default" existed under the Loan Agreement. The existence of such Events of Default entitled PRC (and by virtue of the assignment of the Loan Agreement to Secured Creditor pursuant to the Purchase Agreement, Secured Creditor) to, *inter alia*, exercise

any and all rights and remedies available under the Loan Agreement and/or under applicable law in respect of such Events of Default.

5. Exercise by Secured Creditor of Post-Default Remedies. Secured Creditor exercised its remedies in respect of the Collateral as follows. By written Notification of Disposition of Collateral sent on May 20, 2005 ("UCC Notices"), Secured Creditor duly notified Debtor and all other secured parties or lienholders holding perfected security interests in or liens on the Collateral, pursuant to and in strict accordance with Section 9610 and Section 9611 of the CUCC, of Secured Creditor's intent to sell the Collateral at a public sale on May 31, 2006.

6. Acquisition of Transferee of the Rights of Debtors in the Collateral. By reason of such exercise by Secured Creditor of its post-default remedies, at the public sale Secured Creditor acquired all right, title, interest, claim and estate heretofore held by Debtors in the Collateral, which included the assets described in Exhibit B attached hereto. As a result, Secured Creditor is entitled to, among other things, the benefit and enjoyment of all rights conferred upon Secured Creditor by Section 9619(b) of the CUCC. This Transfer Statement shall not be deemed to be an assumption of the Obligations by Secured Creditor.

7. Name and Mailing Address of Secured Creditor and Debtor.

(a) The name and mailing address of Secured Creditor is as follows:

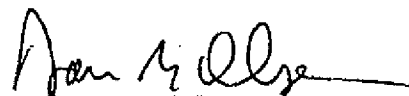
Shared Medical Resources, LLC
190 Newport Center Drive, Suite 100
Newport Beach, CA 92600

(b) The name and mailing address of Debtor is as follows:

The Tylon Corporation
970 West 190th Street, Suite 850
Torrance, CA 90502

IN WITNESS WHEREOF, Secured Creditor, has executed this Transfer Statement as of the date first written above.

SHARED MEDICAL RESOURCES, LLC

By: 
Name: Dan G. Olsen
Title: Vice President

**EXHIBIT A
COLLATERAL**

(a) All attachments, accessions, accessories, furniture, equipment, testing devices, pumps, compressors, machinery, computers, disc drives, local area networks, cabling, monitors, printers, CAD plotters, scanners, servers, telephone systems, facsimile machines, copiers, tools, parts, supplies, increases, and additions to and all replacements of and substitutions for any property described above.

(b) All products and produce of any of the property described in this Collateral section.

(c) All accounts, general intangibles, patents, patent rights, license rights, drawings, specifications, trademarks, service marks, trade names, fictitious business names, instruments, securities, rents, royalties, deposits, orders, monies, payments, and all other rights arising out of or used in connection with the design, manufacture, production, sale, lease, or other disposition of any of the property described in this Collateral section.

(d) All proceeds (including insurance proceeds) from the sale, destruction, loss or other disposition of any of the property described in this Collateral section.

(e) All records and data relating to any of the property described in this Collateral section, whether in the form of a writing, photograph, microfilm, microfiche, or electronic media, together with all of Debtor's right, title, and interest in and to all computer software required to utilize, create, maintain, and process any such records or data on electronic media.

Notwithstanding the foregoing and the Collateral described above shall not include the following:

(1) All of the properties of Debtor sold and assigned to Zila, Inc., a Delaware corporation under the Restated and Amended Asset Purchase Agreement between Debtor and Zila, Inc. dated December 4, 2001, except to the extent interests in such properties are retained by Debtor or licensed or assigned to Debtor under the terms of that agreement; and

(2) All of the properties of Debtor sold and assigned to Watson Diagnostics, Inc., a Delaware corporation, under the Product Acquisition Agreement between Debtor and Watson Diagnostics, Inc. dated as of December 17, 2001, except to the extent interests in such properties are retained by Debtor or licensed or assigned to Debtor under the terms of that agreement.

EXHIBIT B
DESCRIPTION OF ACQUIRED COLLATERAL

1. General

(a) All attachments, accessions, accessories, furniture, equipment, testing devices, pumps, compressors, machinery, computers, disc drives, local area networks, cabling, monitors, printers, CAD plotters, scanners, servers, telephone systems, facsimile machines, copiers, tools, parts, supplies, increases, and additions to and all replacements of and substitutions for any property described above.

(b) All products and produce of any of the property described herein.

(c) All accounts, general intangibles, patents, patent rights, license rights, drawings, specifications, trademarks, service marks, trade names, fictitious business names, instruments, securities, rents, royalties, deposits, orders, monies, payments, and all other rights arising out of or used in connection with the design, manufacture, production, sale, lease, or other disposition of any of the property described herein.

(d) All proceeds (including insurance proceeds) from the sale, destruction, loss, or other disposition of any of the property described herein.

(e) All records and data relating to any of the property described in this Collateral section, whether in the form of a writing, photograph, microfilm, microfiche, or electronic media, together with all of Debtor's right, title, and interest in and to all computer software required to utilize, create, maintain, and process any such records or data on electronic media.

2. Patents

Patent #: 6496718
Issue Dt: 12/17/02
Application #: 570257

#:

Filing Dt: 05/12/2000
Title: BODY CAVITY LIGHT USING DIFFUSE LIGHT SOURCE
Abstract: An apparatus for performing medical examinations of tissue and a method of performing such examinations are described. The apparatus comprises a modified fiber-optic light source, wherein the modification allows for the creation of a diffused light source. The diffuse light source produces omnidirectional light in the green-blue-white spectrum, which can be used to photo-differentiate healthy from non-healthy tissues based on the absorptivity of the tissue under examination. The luminous element of the apparatus may be miniaturized, and take on shapes which may be usefully employed, including by insertion into a body cavity to be examined. The diffuse light source may be used in conjunction with a

speculum, as well as with other endoscopic instrumentation, such as specula, anosopes, and the like, for application in both diagnostic and surgical procedures. The method of performing examinations using the apparatus is also described.

* * * * *

Patent #: 5179938
Issue Dt: 01/19/1993
Application 07660674

#:

Filing Dt: 02/25/1991
Title: APPARATUS FOR ENDOSCOPIC EXAMINATION OF BODY CAVITY USING CHEMILUMINESCENT LIGHT SOURCE
Abstract: The present invention is an apparatus for performing medical examinations in body cavities, and a method of performing such examinations. The apparatus has a chemiluminescent light source having particular wavelength characteristics made up of blue and green wavelengths, and preferably a smaller peak of red light. The apparatus permits improved screening of the mucosal surfaces of body cavities such as the vaginal, anal and oral cavities for a number of abnormalities including lesions, atypia, dysplasia, abnormal vascularization and abnormal discharge. The method of performing examinations using the apparatus is also described.

* * * * *

Patent #: 5329938
Issue Dt: 07/19/1994
Application #: 07991444
Filing Dt: 12/16/1992
Title:

METHOD FOR ENDOSCOPIC EXAMINATION OF BODY CAVITY USING CHEMILUMINESCENT LIGHT SOURCE

Abstract: The present invention is an apparatus for performing medical examinations in body cavities, and a method of performing such examinations. The apparatus has a chemiluminescent light source having particular wavelength characteristics made up of blue and green wavelengths, and preferably a smaller peak of red light. The apparatus permits improved screening of the mucosal surfaces of body cavities such as the vaginal, anal and oral cavities for a number of abnormalities including lesions, atypia, dysplasia, abnormal vascularization and abnormal discharge. The method of performing examinations using the apparatus is also described.

* * * * *

Interest in Joint Venture with Oralscan Owning

Patent #: 6258044
Issue Dt: 07/10/01
Application #: 360425
Filing Dt: 07/23/99
Title: APPARATUS AND METHOD FOR OBTAINING
TRANSEPIITHELIAL SPECIMEN OF A BODY SURFACE USING A
NON-LACERATING TECHNIQUE.
Abstract: A non-lacerational technique to collect cells in an oral mouth cavity utilizes
a brush with bristles which have an abrading surface and collect cells from
superficial, intermediate and basal layers of the oral tissue.

3. Trademarks

Serial #: 73558251
Filing Dt: 09/12/1985
Reg. #: 1403895
Reg. Dt: 08/05/1986
Mark: SPECULITE
Current Status: Section 8 and 15 affidavits have been accepted and
acknowledged.
Date of Status: 1992-09-25
Filing Date: 1985-09-12
Registration Date: 1986-08-05
Register: Principal
Goods and/or Services: DISPOSABLE VAGINAL LIGHTING INSTRUMENTS FOR
ILLUMINATING THE INTERIOR OF THE VAGINA
First Use Date: 1985-04-01
First Use in Commerce Date: 1985-08-15

* * * * *

Serial #: 75645401
Filing Dt: 02/22/1999
Reg. #: 2436267
Mark: PAPSURE
Current Status: Registered
Date of Status: 2001-03-20
Filing Date: 1999-02-22
Transformed into a
National Application: No
Registration Date: 2001-03-20
Register: Principal
International Class: 010
Goods and/or Services: MEDICAL DEVICE, NAMELY, CHEMILUMINESCENT

First Use Date: 1999-01-21
 First Use in Commerce Date: 1999-02-05
 International Class: 042
 Goods and/or Services: MEDICAL SERVICES, NAMELY, GYNECOLOGICAL PAP EXAMINATIONS FEATURING VISUALIZATION OF THE CERVIX IN ORDER TO DETERMINE THE PRESENCE OF PRE-CANCEROUS CELLS AND HUMAN PAPILLOMAVIRUS
 First Use Date: 1999-01-21
 First Use in Commerce Date: 1999-02-05

* * * * *

Serial #: 74370500
 Reg. #: 1818853
 Mark: SPIRABRUSH CX
 Current Status: This registration has been renewed.
 Date of Status: 2003-12-29
 Filing Date: 1993-03-22
 Transformed into a National Application: No
 Registration Date: 1994-02-01
 Register: Principal
 International Class: 010
 Goods and/or Services: MEDICAL DEVICES; NAMELY, A BRUSH FOR TAKING TISSUE SAMPLES FOR GYNECOLOGICAL EXAMINATIONS
 First Use date: 1992-12-04
 First Use in Commerce Date: 1992-12-04

* * * * *

4. Equipment and Furnishings

<u>Furniture</u>	<u>Number of Items</u>	<u>Purchase Date</u>
Conference Table	2	1996
Executive Desk Sets	3	1996
Office Desk Sets	7	1996
Secretarial Desk Sets	3	1996
Workstation Desks	7	1996
Chairs	30	1996
Laptop Computers	3	2000
Desktop Computers (Dell)	8	2000
HP color laser jet printer	1	2000
Computer Servicer (Dell)	1	2000

7

5. Accounts/Contract Rights

All of Debtor's right, title and interest in and to:

(a) Letter Agreement dated June 17, 1998, between Debtor and OralScan Laboratories, Inc. ("OralScan");

(b) Letter Agreement dated June 22, 1998, between Debtor and OralScan;

(c) Agreement dated as of the 20th day of December, 2000, between Debtor and OralScan;

(d) Exclusive Distributorship Agreement, dated 9th day of September, 1994, between Omniglow Corporation and Debtor;

(e) Product Acquisition Agreement dated December 14, 2001 (the "Watson Agreement"), between Debtor and Watson Diagnostics, Inc., a Delaware corporation ("Watson");

(f) Common Stock Purchase Agreement between Watson and Debtor dated as of December 14, 2001, and the related Promissory Note from Watson to Debtor dated as of December 14, 2001, in the principal amount of approximately \$10,999,180 (collectively, the "Watson Stock Purchase Agreement");

(g) License Agreement, dated December 4, 2001, between Zila, Inc., a Delaware corporation ("Zila") and Debtor; and

(h) Amended and Restated Asset Purchase Agreement, dated as of December 4, 2001, by and between Zila and Debtor.

6. Claims Against Third Parties Not Reduced to Judgment

All rights arising of Debtor in respect of an alleged breach by Watson of the Watson Agreement and/or the Watson Stock Purchase Agreement, including, without limitation, any and all rights in and to the arbitration proceedings in respect of the Watson Agreement and/or the Watson Stock Purchase Agreement, and any arbitration award or judgment in favor of Debtor in respect thereof.