

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Rescission Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Becton, Dickinson and Company		06/18/2010	CORPORATION: NEW JERSEY
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Becton Dickinson Acutecare, Inc.		
<b>Street Address:</b>	411 Waverly Oaks Road		
<b>City:</b>	Waltham		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02154		
<b>Entity Type:</b>	CORPORATION: MASSACHUSETTS		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1618630	EDGEAHEAD	
Registration Number:	1528070	VISCOFLOW	
Registration Number:	2178558	VISIDRAPE	
Registration Number:	1483251	VISIFLEX	
Registration Number:	1434606	VISITEC	
Registration Number:	1250239	VISITEC	
Registration Number:	1715398	VISITREC	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(201)847-5377		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	dawn_harley@bd.com		
<b>Correspondent Name:</b>	Becton, Dickinson and Company		
<b>Address Line 1:</b>	1 Becton Drive, MC 090		
<b>Address Line 4:</b>	Franklin Lakes, NEW JERSEY 07417		

CH \$190.00 1618630

ATTORNEY DOCKET NUMBER:	TMK 19985736 (BDOPH)
NAME OF SUBMITTER:	Dawn Harley, Trademark Paralegal
Signature:	/dawn harley/
Date:	06/18/2010
Total Attachments: 5 source=Rescission Agreement#page1.tif source=Rescission Agreement#page2.tif source=Rescission Agreement#page3.tif source=Rescission Agreement#page4.tif source=Rescission Agreement#page5.tif	

RESCISSION AGREEMENT

THIS AGREEMENT of mutual rescission is made and entered into as of June 18, 2010, by and among Becton Dickinson Acutecare, Inc. ("BDA"), a Massachusetts corporation, located at 411 Waverly Oaks Road, Waltham, Massachusetts 02154, and Becton, Dickinson and Company ("BDC"), a New Jersey corporation, located at 1 Becton Drive, MC 090, Franklin Lakes, New Jersey 07417 (collectively, the "Parties").

WHEREAS, on December 15, 2009, BDA executed two (2) assignment agreements (the "Assignments"), true and correct copies of which are annexed hereto as Exhibit A, by which BDA assigned all right, title and interest in various trademarks to BDC and;

WHEREAS, the Parties agreed that BDA would execute the Assignments and BDA executed the Assignments based on mutual misunderstandings of fact concerning fundamental economic factors relating to the Assignments and therefore desire to cancel, rescind and render them null and *void ab initio*;

NOW, THEREFORE, in consideration of the mutual promises herein made, the Parties, intending to be legally bound, hereby mutually acknowledge and agree that:

1. The Assignments, and any other documents, instruments or certificates executed or delivered in connection with the transaction contemplated by the Assignments, are hereby rescinded and deemed null and *void ab initio*.
2. Any consideration received by the Parties in connection with the Assignments has been returned to the Party that provided such consideration.
3. This agreement of mutual rescission shall be binding upon the Parties, their successors, assigns and personal representatives. Neither party shall have any further rights or duties thereunder.

BECTON DICKINSON ACUTECARE, INC.

By: Gary DeFazio  
[signed]

Name: Gary DeFazio  
[typed or printed]

Title: Assistant Clerk

Dated: June 18, 2010

BECTON DICKINSON AND COMPANY

By: Richard A. Carbone  
[signed]

Name: Richard A. Carbone  
[typed or printed]

Title: Assistant Secretary

Dated: June 18, 2010

**ASSIGNMENT**

WHEREAS, Becton Dickinson Acutecare, Inc. (hereafter "Assignor"), a Massachusetts corporation, located at 1 Becton Drive, Franklin Lakes, New Jersey 07417, owns the trademarks set forth on Schedule "A" attached hereto in the U.S. Patent and Trademark Office (the "Trademarks");

WHEREAS, Becton, Dickinson and Company (hereafter "Assignee"), a New Jersey corporation, located at 1 Becton Drive, MC 090, Franklin Lakes, New Jersey 07417, is desirous of acquiring the entire right, title and interest in and to the said trademarks;


NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor by these presents, does sell, assign, transfer, set over, release and quitclaim to Assignee, all worldwide right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the said Trademarks, and with all claims arising out of or relating to the use or ownership of the Trademarks.

In testimony whereof, Becton Dickinson Acutecare, Inc. has caused this Assignment to be signed by an authorized officer thereof.

Date: December 15, 2009

**BECTON DICKINSON ACUTECARE, INC.**

BY

  
Name: Richard A. Carbone

Title: Officer - Assistant Clerk

**Schedule "A"**

<b><u>Trademark</u></b>	<b><u>Registration No.</u></b>	<b><u>Class</u></b>
<b>EDGEAHEAD</b>	<b>1618630</b>	<b>10</b>
<b>VISCOFLOW</b>	<b>1528070</b>	<b>10</b>
<b>VISITEC WITH DESIGN</b>	<b>1250239</b>	<b>10</b>
<b>VISITREC</b>	<b>1715398</b>	<b>10</b>

**ASSIGNMENT**

WHEREAS, Becton Dickinson Acutecare, Inc. (hereafter "Assignor"), a Massachusetts corporation, located at 411 Waverly Oaks Road, Waltham, Massachusetts 02154, owns the trademarks set forth on Schedule "A" attached hereto in the U.S. Patent and Trademark Office (the "Trademarks");

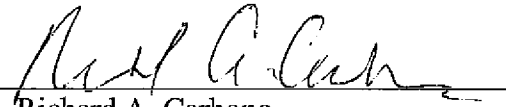
WHEREAS, Becton, Dickinson and Company (hereafter "Assignee"), a New Jersey corporation, located at 1 Becton Drive, MC 090, Franklin Lakes, New Jersey 07417, is desirous of acquiring the entire right, title and interest in and to the said trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor by these presents, does sell, assign, transfer, set over, release and quitclaim to Assignee, all worldwide right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the said Trademarks, and with all claims arising out of or relating to the use or ownership of the Trademarks.

In testimony whereof, Becton Dickinson Acutecare, Inc. has caused this Assignment to be signed by an authorized officer thereof.

December 15, 2009

**BECTON DICKINSON ACUTECARE, INC.**

BY 

Name: Richard A. Carbone

Title: Officer - Assistant Clerk

**Schedule "A"**

<b><u>Trademark</u></b>	<b><u>Registration No.</u></b>	<b><u>Class</u></b>
VISIDRAPE	2178558	10
VISIFLEX	1483251	10
VISITEC	1434606	10