

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Baxter Healthcare Corporation | | 07/19/2012 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Fenwal, Inc. | | |
| Street Address: | Three Corporate Drive | | |
| City: | Lake Zurich | | |
| State/Country: | ILLINOIS | | |
| Postal Code: | 60047 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1466274 | LIFECCELL | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 3129800765 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Email: | mhoffman@ngelaw.com | | |
| Correspondent Name: | Lee J. Eulgen | | |
| Address Line 1: | Neal Gerber & Eisenberg LLP | | |
| Address Line 2: | Two North LaSalle Street | | |
| Address Line 4: | Chicago, ILLINOIS 60602 | | |
| ATTORNEY DOCKET NUMBER: | 20569.0704 | | |
| NAME OF SUBMITTER: | Lee J. Eulgen | | |
| Signature: | /Lee J. Eulgen/ | | |
| Date: | 07/25/2012 | | |
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TRADEMARK ASSIGNMENT

WHEREAS, Baxter Healthcare Corporation, a Delaware corporation with a place of business at One Baxter Parkway, Deerfield, Illinois 60015 ("Assignor"), is the owner of the trademarks, trademark applications, and registrations set forth on the attached Schedule A together with all common law rights therein and the goodwill of the business associated therewith (collectively, the "Marks");


WHEREAS, Assignor is desirous of assigning all right, title and interest in and to the Marks to Fenwal, Inc., a Delaware corporation with a place of business at Three Corporate Drive, Lake Zurich, Illinois 60047 ("Assignee"); and

WHEREAS, Assignee, being the successor to that portion of Assignor's business to which the Marks pertain, wishes to acquire all right, title and interest in and to the Marks.

NOW, THEREFORE, Assignor, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Marks, including without limitation all common law rights therein and the goodwill of the business associated therewith.

**BAXTER HEALTHCARE
CORPORATION**

Dated: July 19, 2012

By: 

Name: Michael Baughman

Title: CVP Controller

SCHEDULE A

| <u>Trademark</u> | <u>Jurisdiction</u> | <u>Registration No.</u> | <u>International Class(es)</u> | <u>Registration Date</u> |
|------------------|-------------------------------|-------------------------|--------------------------------|--------------------------|
| LIFECCELL | U.S. | 1,466,274 | Class 10 | November 24, 1987 |
| LIFECCELL | All Non-U.S. Registrations | To Be Provided | To Be Provided | To Be Provided |