

REGISTRATION FORM COVER SHEET

06-06-2000

Attorney's Docket No. 030792-324

To the Honorable Commission  
documents or copy thereof.



se record the attached original

101374884

1. Name of conveying party(ies):

Genzyme Surgical Products Corporation

- Individual(s)
- General Partnership
- Corporation-Delaware
- Association
- Limited Partnership

Other: \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

Other: \_\_\_\_\_

Execution Date: April 11, 2000 and April 14, 2000

med 5/17/00

2. Name and address of receiving party(ies):

Name: Genzyme Corporation

Address: One Kendall Square

Suite 1400

Cambridge, Massachusetts 02139

- Individual(s) Citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Massachusetts
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

see attached list labeled Exhibit A

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: B. Parker Livingston, Jr.

Address: BURNS, DOANE, SWECKER & MATHIS, L.L.P.

P.O. Box 1404

Alexandria, Virginia 22313-1404

6. Total number of applications and registrations involved: 16

7. Total fee (37 CFR 3.41): \$ 415.00

Enclosed

Authorized to be charged to deposit account, if necessary

8. Deposit account number:

02-4800

06/05/2000 DNGUYEN 00000184 562075

01 FC:481  
02 FC:482

40.00 OP  
375.00 OB

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

B. Parker Livingston, Jr.  
Name of Person Signing

B. Parker Livingston, Jr.  
Signature

May 8, 2000  
Date

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

TRADEMARK  
REEL: 002080 FRAME: 0728

## EXHIBIT A



## U.S. TRADEMARK REGISTRATIONS

Registration No.	Mark
562,686	<b>READI-CUT Stylized</b>
600,075	<b>DEKNATEL Stylized</b>
758,496	<b>TEVDEK</b>
769,233	<b>TWIN-PEEL</b>
833,013	<b>PLEUR-EVAC</b>
947,317	<b>K</b>
1,320,539	<b>ACCUSTAPLE</b>
1,326,798	<b>DEKLENE</b>
1,355,176	<b>THORA-KLEX</b>
1,430,127	<b>THORA-KLEX</b>
1,530,731	<b>POLYDEK</b>
1,557,420	<b>CV NURSE TRENDS IN CARDIOVASCULAR CASE and Design</b>
1,681,602	<b>ORTH-EVAC</b>
1,951,213	<b>BONDEK</b>
2,250,429	<b>SAPHLITE</b>
2,229,431	<b>PLEUR-EVAC SAHARA &amp; Design</b>

## TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is made as of April 11, 2000, 2000 by Genzyme Surgical Products Corporation, a Delaware corporation, with its principal place of business at 600 Airport Road, Fall River, Massachusetts 02720, U.S.A. ("Assignor") to Genzyme Corporation, a Massachusetts corporation, with its principal place of business at One Kendall Square, Suite 1400, Cambridge, Massachusetts, 02139, U.S.A. ("Assignee").

Assignor desires to assign to Assignee, and Assignee desires to acquire from Assignor, all of Assignor's right, title and interest in and to the trademarks and trademark registrations set forth on Exhibit A hereto (the "Trademarks"), together with the good will of the business symbolized thereby.

NOW, THEREFORE, in consideration of the premises set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Assignment. Assignor hereby grants, assigns and conveys to Assignee all of its right, title and interest in and to the Trademarks, together with the good will of the business symbolized thereby.

2. Title. Assignor hereby represents and warrants that it has not heretofore granted any license, right or privilege with regard to the Trademarks, or in any other way encumbered the same, and that it has the full right to convey, free of licenses and encumbrances, all right, title and interest in and to the Trademarks.

3. Right to Sue for Past Infringement. Assignor also assigns to Assignee all claims for past damages by reason of past infringement or misappropriation of the Trademarks, with the right to sue for and collect same for its own use and behalf and for the use and on behalf of Assignee's successors, assigns or other legal representatives.

4. Cooperation. Assignor agrees to execute, acknowledge and deliver, or cause to be executed, acknowledged and delivered, such further instruments and documents and to perform such further acts as may be reasonably requested by Assignee to effectuate more fully the transactions contemplated by this Assignment.

5. Binding Effect. The terms, covenants and provisions of this Assignment shall inure to the benefit of Assignee, its successors and other legal representatives, and shall be binding upon Assignor, its successors, assigns and other legal representatives.

Genzyme Surgical Products Corporation (Assignor)

By: *John R. Connolly*  
Name: JOHN CONNOLLY  
Title: EXECUTIVE VICE PRESIDENT

STATE OF MASSACHUSETTS )  
COUNTY OF Bristol )

SS.

On this 11<sup>th</sup> day of APRIL, 2000, before me JAMES J. LALLY, a Notary Public in and for said state, personally appeared JOHN CONNOLLY known to be to be the person who executed the within instrument on behalf of Genzyme Surgical Products Corporation and acknowledged to me that he executed the same for the purposes therein stated.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

*James J. Lally*  
Notary Public  
My Commission Expires:

**James J. Lally  
Notary Public  
My Commission Expires May 21, 2004**

Genzyme Corporation (Assignee)

By: *Thomas J. Desrosier*  
Name: THOMAS J. DESROSIER  
Title: SENIOR VICE PRESIDENT AND CHIEF PATENT COUNSEL

STATE OF MASSACHUSETTS )  
COUNTY OF MIDDLESEX )

Ss.

On this 14<sup>th</sup> day of April, 2000, before me *Michelle Silver*, a Notary Public in and for said state, personally appeared THOMAS J. DESROSIER known to me to be the person who executed the within instrument on behalf of Genzyme Corporation and acknowledged to me that he executed the same for the purposes therein stated.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

*Michelle Silver*  
Notary Public  
My Commission Expires: