



12-27-2002

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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Medex, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Ohio Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: December 18, 2002

2. Name and address of receiving party(ies)

Name: The Huntington National Bank, as Administrative Agent Internal Address: Commercial Lending Department

Street Address: 41 South High Street

City: Columbus State: Ohio Zip: 43215

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other National Banking Association

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)

1599451

Additional number(s) attached Yes No

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

Name: Marie A. Malloy, Esq.

Internal Address:

Schottenstein Zox & Dunn Co., L.P.A.

Suite 2600

Street Address: 41 South High Street

City: Columbus State: Ohio Zip: 43215

6. Total number of applications and registrations involved:

18

7. Total fee (37 CFR 3.41) \$ 465.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

The Huntington National Bank

By: Brad L. Williams, Vice President

Signature of Brad L. Williams

December 18, 2002

Date

Total number of pages including cover sheet, attachments, and document: 5

12/26/2002 DBYRME 00000161 1599451

01 FC:8521 02 FC:8522

40.00 DP 425.00 DP

Documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002639 FRAME: 0288

Registered or Applied-for Trademark Property of Medex, Inc.

<u>APPLICATION OR REGISTRATION NO.</u>	<u>COUNTRY</u>	<u>ISSUE DATE OR FILING DATE</u>	<u>MARK</u>
1,599,451	United States	6/5/1990	C-FUSOR
1,557,826	United States	9/26/1989	CABLE-CAL
1,649,384	United States	7/2/1991	CLEAR-CUFF
1,313,305	United States	1/8/1985	DESIGN
1,936,415	United States	11/21/1995	EZ-1
994,010	United States	9/24/1974	GUIDE-FLO and DESIGN
2,546,255	United States	3/12/2002	LOGICAL
1,289,938	United States	8/14/1984	MEDEX
1,801,482	United States	10/26/1993	MEDFLATOR
1,440,522	United States	5/26/1987	NOVATRANS
1,928,534	United States	10/17/1995	NU-SITE
2,371,669	United States	7/25/2000	PROTÉGÉ
1,842,313	United States	6/28/1994	SECURE
1,278,840	United States	5/22/1984	SIMPLICITY
1,749,339	United States	1/26/1993	SimulCath
1,556,694	United States	9/19/1989	SURE-CAL
1,909,237	United States	8/1/1995	TRANSTAR
1,841,271	United States	6/21/1994	TRILOGY

TRADEMARK SECURITY AGREEMENT

WHEREAS, Medex, Inc., an Ohio corporation, located at 6250 Shier Rings Road, Dublin, Ohio 43016 ("MI"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, MI is obligated to The Huntington National Bank, a national banking association, as Administrative Agent for and on behalf of the lenders (the "Lenders") from time to time party to the Credit Agreement (as defined herein) pursuant to (i) a certain Revolving Credit and Term Loan Agreement, dated the date hereof, among Administrative Agent, the Lenders, MI and the other Credit Parties (as defined therein) (the "Credit Agreement") and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by MI in favor of the Administrative Agent, for and on behalf of the Lenders (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, MI is granting to the Administrative Agent, for and on behalf of the Lenders, a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, MI does hereby collaterally assign unto the Administrative Agent and grants to the Administrative Agent, for and on behalf of the Lenders, a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which security interest shall secure all the Secured Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

MI expressly acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest granted hereby are more fully set forth in the Agreements.

Dated: Columbus, Ohio
December 18, 2002

Witness:



MEDEX, INC.,
an Ohio corporation

By: 

Dominick A. Arena, President

Witness:



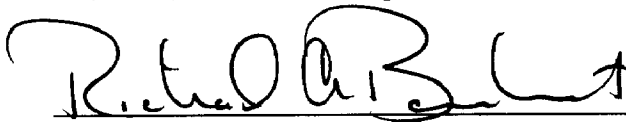
THE HUNTINGTON NATIONAL BANK,
as Administrative Agent

By: 

Brad L. Williams, Vice President

STATE OF OHIO)
 : ss.:
COUNTY OF FRANKLIN)

The foregoing instrument was acknowledged before me this 18th day of December, 2002, by Dominick A. Arena, President of Medex, Inc., an Ohio corporation, on behalf of said corporation.



Notary Public

RICHARD A. BARNHART
ATTORNEY AT LAW
NOTARY PUBLIC - STATE OF OHIO
MY COMMISSION HAS NO EXPIRATION DATE
SECTION 147.03 R. C.

STATE OF OHIO)
 : ss.:
COUNTY OF FRANKLIN)

The foregoing instrument was acknowledged before me this 18th day of December, 2002, by Brad L. Williams, Vice President of The Huntington National Bank, a national banking association, on behalf of said national banking association.



Notary Public

RICHARD A. BARNHART
ATTORNEY AT LAW
NOTARY PUBLIC - STATE OF OHIO
MY COMMISSION HAS NO EXPIRATION DATE
SECTION 147.03 R. C.

Registered or Applied-for Trademark Property of Medex, Inc.

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