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T U.S. DEPARTMENT OF COMMERCE
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OMB No. 0651-0027 (exp. 5/31/2002)

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

1. Name of conveying party(ies):

Robert Marc Clement
Michael Noel Kieran

2. Name and address of receiving party(ies)

Name: ICN Photonics Limited

Internal Address: _____

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

3. Nature of conveyance:

2/22/2

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Street Address: Units 1 & 2, Heol Phosyn, Dafen Ind. Estate

Llanelli, Carmarthenshire

City: Wales State: UK Zip: SA14 8LX

Execution Date: December 20, 2001

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

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)
09/914,560

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Sandra Poteat Thompson

Internal Address: _____

Street Address: Rutan & Tucker, LLP

P.O. Box 1950

City: Costa Mesa

State: CA

Zip: 92626-1950

6. Total number of applications and patents involved:

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

03/11/2002 08:44 AM 00000224 09714560
01 FC 581 40.00 OP

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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.

Sandra Poteat Thompson
Name of Person Signing

Sandra Thompson
Signature

2/6/2002
Date

Total number of pages including cover sheet, attachments, and documents

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

PATENT
REEL: 012647 FRAME: 0049

ASSIGNMENT

WHEREAS, we, **Robert Marc Clement**, and **Michael Noel Kiernan**, each having a mailing address of Units 1 & 2, Heol Phosyn, Dafen Industrial Estate - Llanelli, Carmarthenshire SA14 8LX, (collectively referred to hereinafter as "ASSIGNORS") have invented a certain invention "**Skin Wrinkle Reduction Using Pulsed Light**" for which an application for Letters of Patent of the United States of American is being filed herewith;

WHEREAS, **ICN Photonics Limited**, having its principal place of business at Units 1 & 2, Heol Phosyn, Daven Industrial Estate, Llanelli, Carmarthenshire, Wales SA14 8LX, United Kingdom (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the exclusive right, title and interest in, to and under said invention and in, to and under said Letters Patent or similar legal protection to be or having been obtained therefor in the United States of America, its territorial possessions and in any and all countries foreign thereto;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNORS hereby sell, assign, transfer and set over unto the said ASSIGNEE, its successors and assigns, the full and exclusive right, title and interest in and to said invention, and to all Letters Patent or similar legal protection, not only in the United States and its territorial possessions, but in all countries foreign thereto to be obtained for said invention by said application or any continuation, division, renewal, substitute, reissue or reexamination thereof or any legal equivalent thereof in a foreign country for the full term or terms for which the same may be granted, including all priority rights under the International Convention.

ASSIGNORS hereby covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this Assignment;

ASSIGNORS further covenant that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said invention and said Letters Patent and legal equivalents in foreign countries as may be known and accessible to ASSIGNORS and will testify as to the same in any interference or litigation related thereto and will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said invention and said Letters Patent and said equivalents thereof in any foreign country which may be necessary or desirable to carry out the purposes thereof.

WITNESS my hand at Wales, United Kingdom, this 20 th day of DECEMBER,
2001.



Robert Marc Clement

WITNESS my hand at Wales, United Kingdom, this 20 th day of DECEMBER,
2001.



Michael Noel Kieran

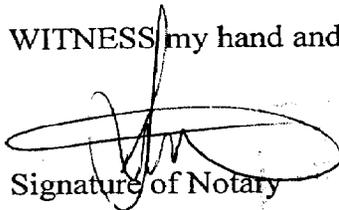
SS:

On 22nd December, 2001 before me, personally appeared Michael N. Kieran

~~_ personally known to me or~~

~~_ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.~~

WITNESS my hand and official seal,



Signature of Notary

CAPACITY CLAIMED BY SIGNER

- Individual ✓
- Corporate Officer
- Partner(s) Limited General
- Attorney-in-fact
- Trustee(s)
- Guardian/Conservator for

DESCRIPTION OF ATTACHED DOCUMENT

- Assignment
- Title or Type of Document

- Date of Document

Other

SIGNER IS REPRESENTING

self