

01-10-2003



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

1. Name of conveying party(ies):

Cytometrics, LLC

12/27/02

2. Name and address of receiving party(ies)

Name: Cytoprop, LLC

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

3. Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Internal Address: _____

Street Address: 15 E. Uwchlan Avenue, Suite 414,

Execution Date: December 19, 2002

City & State: Exton, PA 19341

Additional names(s) of receiving party(ies) 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 this application is:

A) Patent Application No.(s)

B) Patent No.(s)

4,998,533, 5,983,126,

6,104,939, 6,175,750,

6,438,396

Additional numbers attached? Yes No

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

CAESAR, RIVISE, BERNSTEIN,
COHEN & POKOTILOW, LTD.

Attn: Scott M. Slomowitz, Esq.

Customer No. 03000

12th Floor - 7 Penn Center

1635 Market Street; Phila, PA 19103-2212

6. Total number of applications and patents involved..... 5

7. Total fee (37 CFR 3.41).....\$200.00

Authorized to Charge to Deposit Account No.

03-0075 (duplicate attached)

DO NOT USE THIS SPACE

8. 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.

Scott M. Slomowitz

Name of Person Signing

Scott M. Slomowitz
Signature

12/20/02
Date

01/09/2003 6TON11 00000078 030075 4998533

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Total number of pages including cover sheet, attachments and document: 7

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks; Box Assignments; Washington DC 20231

PATENT
REEL: 013634 FRAME: 0029

ASSIGNMENT OF INVENTIONS

WHEREAS, CYTOMETRICS LLC, a corporation organized and existing under the laws of the Commonwealth of PENNSYLVANIA, and having an address at 15 East Uwchlan Avenue, Suite 414, Exton, PA 19341 (hereinafter "CYTOMETRICS") has acquired, from RHEOLOGICS, INC., (a corporation organized and existing under the laws of the Commonwealth of PENNSYLVANIA, and having an address at 15 East Uwchlan Avenue, Suite 414, Exton, PA 19341) the entire right, title, and interest in and to several inventions (hereinafter "INVENTIONS") and related patents and patent applications (hereinafter "PATENTS") as set forth in Exhibit A by an assignment recorded at the United States Patent & Trademark Office at Reel/Frame No. 012958/0392;

WHEREAS, CYTOMETRICS has acquired the entire right, title and interest: (a) in and to the PATENTS and INVENTIONS disclosed in Exhibit A; (b) in and to all rights to apply in any or all countries of the world for patents, certificates of inventions or other governmental grants on said INVENTIONS, including the right to apply for patents pursuant to the International Convention for the Protection of Industrial Property or pursuant to any other convention, treaty, agreement or understanding; (c) in and to any and all applications filed and any and all patents, certificates of inventions or other governmental grants granted on said INVENTIONS in the United States or any other country, including each and every application filed and each and every patent granted on any applications which is a division, substitution, continuation or otherwise claims priority to any of said applications; (d) in and to each and every re-issue or extension of any of said patents; (e) in and to each and every patent claim resulting from a re-

examination certificate for any and all said patents; (f) including, without limitation, the right to sue for and recover damages for any past, present or future infringement of the patents; and (g) all other rights and licenses that said RHEOLOGICS, INC. would have had if said RHEOLOGICS, INC. had not made the assignment;

WHEREAS all of the entire right, title and interest set forth in (a) through (g) above are hereinafter referred to as PATENT RIGHTS;

WHEREAS, CYTOPROP LLC a corporation organized and existing under the laws of the Commonwealth of Pennsylvania, and having an address at 15 East Uwchlan Avenue, Suite 414, Exton, PA 19341 (hereinafter "CYTOPROP") is desirous of acquiring the PATENT RIGHTS in and throughout the United States, its territories, possessions and all countries foreign thereto.

NOW, THEREFORE, IN CONSIDERATION of the sum of One Dollar (\$1.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound, CYTOMETRICS by these presents does hereby agree as follows:

1. CYTOMETRICS hereby does sell, assign and transfer unto the said CYTOPROP its entire right, title and interest in and throughout the United States, its territories, possessions and all countries foreign thereto, in and to said PATENT RIGHTS;

2. CYTOMETRICS hereby does sell, assign and transfer to CYTOPROP all of said PATENT RIGHTS.

3. CYTOMETRICS hereby authorizes and requests the Commissioner of Patents

and Trademarks to issue to CYTOPROP any and all Letters Patents that may be granted upon the PATENT RIGHTS.

4. CYTOMETRICS further agrees for itself, its successors, assigns, and its legally bound predecessors to execute, without further consideration, any further legal documents, and any further assignments, and any releases, reissues, renewals or other applications for Letters Patent in the United States, its territories and all countries foreign thereto that may be deemed necessary by CYTOPROP, or by CYTOPROP's successors-in-interest or assigns, fully to secure to CYTOPROP, or to CYTOPROP's successors-in-interest or assigns, CYTOMETRICS' interest as aforesaid in and to the PATENT RIGHTS.

IN WITNESS WHEREOF, I hereunto affix my hand and seal this 19th day of Dec.

2002

CYTOMETRICS LLC

By: [Signature]

Name: Harland Johnson
Title: Chief Financial Officer

COMMONWEALTH OF PENNSYLVANIA

:
: SS:
:

COUNTY OF Chester

Before me personally appeared said Harland Johnson of CYTOMETRICS LLC and acknowledged that he is the Chief Financial Officer of CYTOMETRICS LLC, that he has the authority to execute this Assignment on behalf of CYTOMETRICS LLC and has acknowledged the foregoing instrument to be his free act and deed this 19th day of December, 2002.

[Signature] (SEAL)
Notary Public

My Commission Expires:

[Faint, illegible text]

IN WITNESS WHEREOF, I hereunto affix my hand and seal this 19th day of Dec. 2002.

CYTOPROP LLC

By: [Signature]
Name: Harland Johnson
Title: Manager

COMMONWEALTH OF PENNSYLVANIA
COUNTY OF Chester

:
: SS:
:

Before me personally appeared said Harland Johnson of CYTOPROP LLC and acknowledged that he is the Manager of CYTOPROP LLC, that he has the authority to execute this Assignment on behalf of CYTOPROP LLC and has acknowledged the foregoing instrument to be his free act and deed this 19th day of December, 2002.

[Signature] (SEAL)
Notary Public

My Commission Expires:

EXHIBIT A

<i>Title of Patent Application or Patent</i>	<i>Patent No. (U.S. Pat. No.)</i>	<i>Issue Date</i>	<i>Client/Matter Number</i>
Apparatus and Method for In Vivo Analysis of Red and White Blood Cell Indices	U.S. Pat. No. 4,998,533	March 12, 1991	V1025/20126
Method and Apparatus for Reflected Imaging Analysis	U.S. Pat. No. 5,983,120	November 9, 1999	V1025/20162
Method and Apparatus for Reflected Imaging Analysis	U.S. Pat. No. 6,104,939	August 15, 2000	V1025/20152
System and Method for Calibrating a Reflection Imaging Spectrophotometer	U.S. Pat. No. 6,175,750	January 16, 2001	V1025/20154
Method and Apparatus for Providing High Contrast Imaging	U.S. Pat. No. 6,438,396	August 20, 2002	V1025/20124