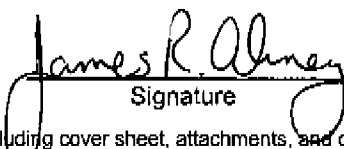


Form PTO-1595 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings $\Rightarrow \Rightarrow \Rightarrow$	<b>RECORDATION FORM COVER SHEET</b> <b>PATENTS ONLY</b>	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): <u>Acumed, Inc.</u>  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <u>Acumed Operating LLC</u> Internal Address: _____ _____ Street Address: <u>5885 N.W. Cornelius Pass Road</u> _____ City: <u>Hillsboro</u> State: <u>OR</u> Zip: <u>97124</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Contribution Agreement</u>  Execution Date: <u>December 9, 2002</u>	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) _____ _____ B. Patent No.(s) <u>Des. 404,128</u> _____ Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>James R. Abney, Esq.</u> Internal Address: <u>Kolisch Hartwell, P.C.</u> _____ _____ Street Address: <u>520 S.W. Yamhill Street, Suite 200</u> _____ City: <u>Portland</u> State: <u>OR</u> Zip: <u>97204</u>	6. Total number of applications and patents involved: <u>1</u> 7. Total fee (37 CFR 3.41).....\$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: _____ 11-1540	
<b>DO NOT USE THIS SPACE</b>		
9. Signature.  <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="text-align: center;"> <u>James R. Abney, Esq.</u>            Name of Person Signing         </div> <div style="text-align: center;">             Signature         </div> <div style="text-align: center;"> <u>May 24, 2004</u>            Date         </div> </div> <div style="text-align: center; margin-top: 10px;">           Total number of pages including cover sheet, attachments, and documents: <u>4</u> </div>		

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

CH \$40.00 111540 D404128

## CONTRIBUTION AGREEMENT

This Contribution Agreement (this "Agreement") is made and entered into effective as of December 9, 2002, by and between Acumed, Inc., a Delaware corporation ("Corporation") and Acumed Operating LLC ("Acumed").

For and in consideration of the mutual representations and agreements herein contained, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. Contribution of Assets. In consideration for the issuance of a membership interest in Acumed representing a percentage interest in Acumed of eighty-five percent (85%) (the "Membership Interest") and the assumption of the Corporation's outstanding liabilities as of the date hereof (the "Assumed Liabilities"), Corporation hereby irrevocably contributes, assigns, conveys and transfers unto Acumed all of Corporation's assets except for those assets listed on Schedule I attached hereto (the "Contributed Assets").

2. Assumption of Liabilities. Acumed agrees to assume and discharge all of the Assumed Liabilities of the Corporation.

3. Representations. Corporation hereby represents and warrants to Acumed that (a) Corporation has full power and authority to enter into this Agreement, and (b) Corporation holds title to the Contributed Assets free and clear of all liens, encumbrances and obligations.

4. Acceptance. Acumed accepts the transfer and assignment of the Contributed Assets, subject to the terms and conditions hereof.

5. Contribution to Capital. It is the parties' intent that the contribution, transfer, conveyance and assignment of the Contributed Assets constitute a contribution to the capital of Acumed pursuant to Section 721 of the Internal Revenue Code of 1986, as amended.

6. Counterparts. This Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original and all of which shall constitute one and the same Agreement.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the day and year first written above.

Acumed, Inc.:

Acumed Operating LLC:

By: RAP Holding LLC, its Manager

By: Colson Associates, Inc., its manager

By: Robert A. Pritzker  
Robert A. Pritzker  
Its: Chief Executive Officer

By: President  
Its: President

208073/0002/540968/Version #.1

**Schedule I**

The property described more fully on attached Exhibit A.

**EXHIBIT A****Legal Description**

A portion of that tract of land as conveyed by Deed to Transwestern Hillsboro, LLC, recorded August 13, 1998 in Fee No. 98089061, Washington County Deed Records, situate in the South one-half of Section 14, and the North one-half of Section 23, Township 1 North, Range 2 West, Willamette Meridian, in the City of Hillsboro, County of Washington and State of Oregon, being more particularly described as follows:

Commencing at the intersection of the Easterly right of way (100.00 feet wide) of Burlington Northern Railroad as conveyed in Book 95, Page 239, Washington County Deed Records and the Southerly line of Lot 59, plat of "BENDEMEER" in Book 7, Page 3, Washington County Plat Records; thence, along said Easterly right of way line, South 01°16'28" West, 265.16 feet to a point which bears South 01°16'28" West, 567.00 feet from the Southerly right of way line of NW Jacobson Road as conveyed by Deed recorded March 16, 2000 in Fee No. 2000020728, Washington County Deed Records, said point being the true point of beginning; thence, South 64°02'10" East, 557.52 feet to a point on the Westerly right of way line of NW Cornelius Pass Road as conveyed by Deed recorded January 19, 2000 in Fee No. 2000003790, Washington County Deed Records; thence, Northerly along said Westerly right-of-way line, North 25°57'50" East, 53.92 feet to an angle point; thence, continuing along said Westerly right-of-way line, North 27°05'15" East, 442.42 feet to a point of cusp, being 49.00 feet left of County Road Station 323+47.00 of said NW Cornelius Pass Road; thence, along the Southerly line of said NW Jacobson Road the following four courses: along the arc of a 40.00 foot radius curve to the left, through a central angle of 93°00'57" (the chord bears North 19°25'13" West, 58.04 feet) an arc length of 64.94 feet; thence, North 65°55'42" West, 583.95 feet to a point of curvature; thence, along the arc of a tangent 1,162.00 foot radius curve to the right, through a central angle of 03°28'09" (the chord bears North 64°11'38" West, 70.34 feet) an arc distance of 70.36 feet to a point of reverse curvature; and, along the arc of a tangent 1,088.00 foot radius curve to the left, through a central angle of 05°40'40" (the chord bears North 65°17'53" West, 107.77 feet) an arc distance of 107.81 feet to said Easterly right of way of Burlington Northern Railroad; thence, along said Easterly right-of-way, South 01°16'28" West, 567.00 feet to the true point of beginning.

PATENT