

11/15/04

11-17-2004

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Please record the attached original document or copy thereof.

<p>1. Name of Party(ies) conveying an interest:</p> <p style="text-align: center;">Kiyoshi Hashiba Vihar C. Surti</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and Address of Party(ies) receiving an interest:</p> <p>Name: Wilson-Cook Medical Inc. Internal Address: Street Address: 4900 Bethania Station Road City: Winston-Salem State/Zip: North Carolina, 27105</p> <p>Additional name(s) and addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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3. Description of the interest conveyed:

Assignment       Change of Name      Other:

Security Agreement       Merger

Execution Date: September 21, 2004 and November 1, 2004, respectively

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

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

Date

A. Patent Application No.(s)  
10/151.720

B. Patent No.(s)

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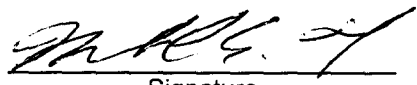
Additional numbers attached?  Yes  No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p style="text-align: center;">BRINKS HOFER GILSON &amp; LIONE P.O. BOX 10395 CHICAGO, IL 60610 (312)321-4200</p>	<p>6. Number of applications and patents involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41)      \$ <u>40.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to Deposit Account No. 23-1925</p> <p>8. <input checked="" type="checkbox"/> Please charge any deficiencies in fee or credit any overpayment to Deposit Account No. 23-1925.</p>
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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.

Michael E. Milz            11-12-04  
Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 4

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## ASSIGNMENT AND AGREEMENT

For value received, We, Kiyoshi Hashiba, residing at Rua Anatolia, 105, 0547-000 Sao Paulo, BRAZIL and Vihar C. Surti, residing at 632 Timberline Ridge Lane, Winston-Salem, North Carolina, 27106, U.S.A., hereby sell, assign, and transfer to **Wilson-Cook Medical Inc.**, a corporation of the State of North Carolina, having an office at 4900 Bethania Station Road, P.O. Box 4191, Winston-Salem, NC, 27115-4191, U.S.A., and its successors, assigns and legal representatives, hereinafter collectively "Cook," the entire right, title and interest, for the United States of America, in and to certain inventions related to "INTRAGASTRIC DEVICE FOR TREATING OBESITY" described in U.S. Provisional Application Serial No. 60/291,790, filed on May 17, 2001 and U.S. Provisional Application Serial No. 60/360,353, filed on February 27, 2002, and any and all applications claiming the benefit thereof including the right of priority, and described in U.S. Nonprovisional Application Serial No. 10/151,720 filed on May 17, 2003, and all the rights and privileges in said applications and under any and all Letters Patent or any continuation, division, renewal, or substitute thereof, and any reissue or re-examination thereof that may be granted in the United States for said inventions; and we also concurrently hereby sell, assign and transfer to Cook the entire right, title and interest in and to said inventions for all countries foreign to the United States, including all rights of priority arising from the applications aforesaid, and all the rights and privileges under any and all forms of protection, including Letters Patent, that may be granted in said countries foreign to the United States for said inventions.

We authorize Cook to make application for such protection in its own name and maintain such protection in any and all countries foreign to the United States, and to invoke and claim for any application for patent or other form of protection for said inventions, without further authorization from us, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

We hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any document which may be required in any country in proof of the right of Cook to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

We request that any and all patents for said inventions be issued to Cook in the United States and in all countries foreign to the United States, or to such nominees as Cook may designate.

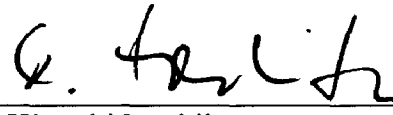
We agree that, when requested, I/we shall, without charge to Cook but at their expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient in connection with said applications, patents, or other forms of protection.

The Commissioner of Patents and Trademarks is hereby authorized and requested to issue patents to the Assignee in accordance with the terms of this Assignment.

IN TESTIMONY WHEREOF, the Assignors have executed this agreement.

DATED:

September 21, 2004



Kiyoshi Hashiba

DATED:

11/1/04



Vihar C. Surti

STATE OF )  
 ) ss.  
COUNTY OF )

I, \_\_\_\_\_, A Notary Public in and for the County and State aforesaid, do hereby certify that Kiyoshi Hashiba, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that (s)he signed, sealed and delivered the said instrument as his/her free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this day of \_\_\_\_\_, 20\_\_\_\_\_.

*K. Hashiba*

Notary Public

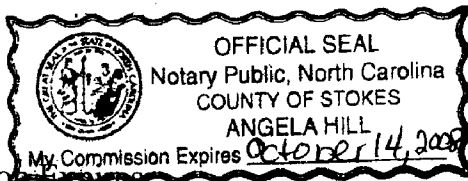
(SEAL)

My Commission Expires:

STATE OF *North Carolina*  
COUNTY OF *Forsyth* ) ss.

I, *Angela Hill*, A Notary Public in and for the County and State aforesaid, do hereby certify that Vihar C. Surti, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that (s)he signed, sealed and delivered the said instrument as his/her free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this *1st* day of *November 20 04*.



*Angela Hill*  
Notary Public

My Commission Expires *October 14, 2008*