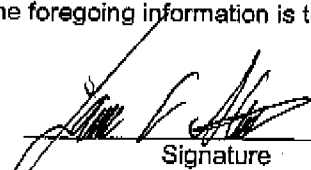


PATENTS ONLY		PATENTS ONLY	
TO THE COMMISSIONER FOR PATENTS			
Our Case No. 8627/1228 (PA-5761-RFB)			
Please record the attached original document or copy thereof.			
1. Name of Party(ies) conveying an interest: Arman H. Valaie Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and Address of Party(ies) receiving an interest: Name: Cook Incorporated Internal Address: Street Address: 750 N. Daniels Way City: Bloomington, State/Zip: Indiana 47404 Additional name(s) and addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Description of the interest conveyed: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Change of Name Other: <input type="checkbox"/> Security Agreement <input type="checkbox"/> Merger Execution Date: July 5, 2006.			
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) 11/440,834		B. Patent No.(s) Filed: May 25, 2006	
Date			
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 sent to by return FAX: Lawrence A. Steward, Esq. BRINKS HOFER GILSON & LIONE One Indiana Square, Suite 1600 Indianapolis, IN 46204 Tel. (317)636-0886 FAX (317)634-6701		6. Number of applications and patents involved: 1	
		7. Total fee (37 CFR 3.41) \$40.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to Deposit Account No. 23-1925	
		8. <input checked="" type="checkbox"/> Please charge any deficiencies in fee or credit any overpayment to Deposit Account No. 23-1925.	
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.			
Lawrence A. Steward Name of Person Signing		 Signature	July 10, 2006 Date
Total number of pages including cover sheet, attachments, and document: 3			

CH \$40.00 231925 11440834

8627/1228 (PA-5761-RFB)

ASSIGNMENT AND AGREEMENT

For value received, I, **Arman H. Valaie** residing at 3581 S. Wickens Drive, Bloomington, Indiana 47403, U.S.A., hereby sell, assign, and transfer to **Cook Incorporated**, a corporation of the State of Indiana, having an office at 750 N. Daniels Way, Bloomington, IN, 47404, 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 "**LOW PROFILE INTRODUCER APPARATUS**" described in U.S. Provisional Application Serial No. 60/685,188, filed on May 27, 2005, and any and all applications claiming the benefit thereof including the right of priority, and described in U.S. Nonprovisional Application Serial No. 11/440,834 filed on May 25, 2006, and all rights 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; together with the right to recover all damages, including, but not limited to, a reasonable royalty, by reason of past, present, or future infringement or any other violation of patent or patent application rights; to have and to hold for the sole and exclusive use and benefit of the Assignee, its successors and assigns, to the full end of the term or terms for all such patents. 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 application 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.

I 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 me, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

I 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.

I 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.

I agree that, when requested, I 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.

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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 Assignor has executed this agreement.

DATED:

July 5th 2006

Arman H. Valaie
Arman H. Valaie

STATE OF INDIANA)

) SS:

COUNTY OF MONROE)

I, Christine Humphrey, A Notary Public in and for the County and State aforesaid, do hereby certify that ARMAN H. VALAIE, 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 he signed, sealed and delivered the said instrument as his 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 5 day of July, 2006.

Christine Humphrey
Notary Public

(SEAL) July 2, 2009