**PATENT ASSIGNMENT**

Electronic Version v1.1  
Stylesheet Version v1.1

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<th>SUBMISSION TYPE:</th>
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**CONVEYING PARTY DATA**

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<td>MediSpectra, Inc.</td>
<td>08/30/2007</td>
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**RECEIVING PARTY DATA**

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<tr>
<th>Name:</th>
<th>EuclidSR Partners, LP, Collateral Agent</th>
</tr>
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<tbody>
<tr>
<td>Street Address:</td>
<td>45 Rockefeller Plaza, Suite 3240</td>
</tr>
<tr>
<td>City:</td>
<td>New York</td>
</tr>
<tr>
<td>State/Country:</td>
<td>NEW YORK</td>
</tr>
<tr>
<td>Postal Code:</td>
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**PROPERTY NUMBERS Total: 1**

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<td>Patent Number:</td>
<td>6818903</td>
</tr>
</tbody>
</table>

**CORRESPONDENCE DATA**

| Fax Number: | (858)314-1501 |
| Phone: | 8583141500 |
| Email: | kteuk@mintz.com |
| Correspondent Name: | SEAN COUGHLIN |
| Address Line 1: | 3580 CARMEL MOUNTAIN ROAD SUITE 300 |
| Address Line 4: | San Diego, CALIFORNIA 92130 |

**ATTORNEY DOCKET NUMBER:** 37631-536001US  
**NAME OF SUBMITTER:** SEAN M. COUGHLIN

Total Attachments: 13  
source=MediSpectra-EuclidSR#page1.tif  
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NOTIFICATION OF DISPOSITION OF COLLATERAL

To:                        MediSpectra, Inc.
                          45 Hartwell Avenue
                          Lexington, Massachusetts 02421

From:                      EuclidSR Partners, LP, Collateral Agent
                          45 Rockefeller Plaza, Suite 3240
                          New York, New York 10111
                          Telephone: (212) 218-6880
                          Facsimile: (212) 218-6877
                          Attention: Stephen Reidy

Date:                      August 15, 2007

Name of Debtor:            MediSpectra, Inc.


Secured Party will sell the personal property described on attached Exhibit A to the highest qualified bidder in a public sale as follows:

Date:                      August 30, 2007

Time:                      12 o'clock noon. (The premises will open at 9 o'clock a.m. for inspection of equipment by prospective buyers.)

Place:                     MediSpectra, Inc., 45 Hartwell Avenue, Lexington, Massachusetts 02421

Sincerely,

EuclidSR Partners, LP, Collateral Agent
By: Euclid SR Associates, LP, its General Partner

By: Stephen K. Reidy, Its General Partner
EXHIBIT A
To
Notification of Disposition of Collateral

Property:

Secured Party’s rights in and to the following property of MediSpectra, Inc. (the “Company”), and all proceeds of such property.

Inventory, including, without limitation, merchandise raw materials, parts, supplies, packing and shipping materials, work in process and finished products, including inventory temporarily out of the possession of the Company or in transit, and all proceeds including insurance proceeds, and any documents of title representing any inventory.

Patents and patent applications and the inventions and improvements described and claimed therein, including, without limitation, those described on Schedule A-1 attached hereto.

Trademarks, trade names, internet domain names, service marks, logos, other business identifiers, prints and labels on which any of the foregoing appear, all registrations and recordings thereof, and all applications in connection therewith, including, without limitation, those described on Schedule A-2 attached hereto.

Copyright rights, copyright registrations and like protections in each work of authorship and derivative work thereof, whether published or unpublished, including, without limitation, those described on Schedule A-3 attached hereto. All trade secret rights, including all rights to unpatented inventions, know-how, customer lists, operating manuals, license rights and agreements and confidential information, including, without limitation, those described on Schedule A-4 attached hereto; all mask work or similar rights available for the protection of semiconductor chips. All claims for damages by way of any past, present or future infringement of any of the foregoing.

Other general intangibles, including, without limitation, goodwill, trademarks, servicemarks, trade styles, trade names, patents, patent applications, license agreements, franchise agreements, blueprints, drawings, infringements, claims, computer programs, computer discs, computer tapes, literature, reports, catalogs and design rights, leases, purchase orders, customer lists, insurance payments and rights to payment of any kind, any other general intangible as described in the UCC, including all of the Company’s rights in and to (a) agreements, leases (including purchase options with respect thereto), licenses
and contracts to which the Company is a party; (b) all obligations and other indebtedness owed to the Company (other than accounts) from whatever source arising; (c) all tax refunds and right to receive tax refunds; (d) all rights to refunds to indemnification (including, without limitation, all amounts refunded or paid to the Company as a result of such amounts being deemed voidable transfers in any insolvency or bankruptcy proceeding), contribution and subrogation; and (e) all causes of action, choses in action and judgments.

All documents, securities entitlements, securities accounts, investment property, financial assets, letter of credit rights, certificates of deposit, instruments, documents and chattel paper (whether tangible or electronic).

All accounts, contract rights, royalties, license rights and all other forms of obligations owing to the Company arising out of the sale or lease of goods or otherwise, the licensing of technology or the rendering of services by the Company, whether or not earned by performance, and any and all credit insurance, guaranties and other security therefore, as well as merchandise returned to or reclaimed by the Company.

Books and records relating to the foregoing, and any and all claims, rights and interest in any of the above and all substitutions for, additions and accessions to and proceeds thereof and any supporting obligations.

Secured Party reserves the right to exclude items from the sale.
SCHEDULE A-1
Patents; Patent Applications, etc.

1. Pat. No. 5,022,757
   Issued June 11, 1991
   Title "Heterodyne System and Method for Sensing a Target Substance"

2. Pat. No. 5,713,364
   Issued February 3, 1998
   Title "Spectral Volume Microprobe Analysis of Materials"

3. Pat. No. 5,813,987
   Issued September 29, 1998
   Title "Spectral Volume Microprobe for Analysis of Materials"

4. Pat. No. 6,104,945
   Issued August 15, 2000
   Title "Spectral Volume Microprobe Arrays"

5. Pat. No. D453,832
   Issued February 19, 2002
   Title "Sheath for Cervical Optical Probe Design"

6. Pat. No. D453,962
   Issued February 26, 2002
   Title "Sheath for Cervical Optical Probe Design"

7. Pat. No. D453,963
   Issued February 26, 2002
   Title "Sheath for Cervical Optical Probe Design"

8. Pat. No. D453,964
   Issued February 26, 2002
   Title "Sheath for Cervical Optical Probe Design"

9. Pat. No. 6,385,484
   Issued May 7, 2002
   Title "A Spectroscopic System Employing a Plurality of Data Types"

10. Pat. No. 6,411,835
    Issued June 25, 2002
    Title "Spectral Volume Microprobe Arrays"
11. Pat. No. 6,411,838  
   Issued June 25, 2002  
   Title "Systems and Methods for Optical Examination of Samples"

12. Pat. No. 6,421,553  
   Issued July 16, 2002  
   Title "Spectral Data Classification of Samples"

13. Pat. No. 6,427,082  
   Issued July 30, 2002  
   Title "Optical Methods and Systems for Rapid Screening of the Cervix"

14. Pat. No. D460,821  
   Issued July 30, 2002  
   Title "Sheath for Cervical Optical Probe Design"

15. Pat. No. 6,760,613  
   Issued July 6, 2004  
   Title "Systems and Methods for Optical Examination of Samples"

16. Pat. No. 6,768,918  
   Issued July 27, 2004  
   Title "Fluorescent Fiberoptic Probe for Tissue Health Discrimination and Method of Use Thereof"

17. Pat. No. 6,818,903  
   Issued November 16, 2004  
   Title "Method and Apparatus for identifying Spectral Artifacts"

18. Pat. No. 6,826,422  
   Issued November 30, 2004  
   Title "Spectral Volume Microprobe Arrays"

19. Pat. No. D500,134  
   Issued December 21, 2004  
   Title "A Sheath for Cervical Optical Probe Design"

20. Pat. No. 6,839,661  
   Issued January 4, 2005  
   Title "System for Normalizing Spectra"

21. Pat. No. 6,847,490  
   Issued January 25, 2005  
   Title "Optical Probe Accessory Device for Use in In-Vivo Diagnostic Procedures"
22. Pat. No. 6,902,935  
   Issued June 7, 2005  
   Title "Methods of Monitoring Effects of Chemical Agents on a Sample"

23. Pat. No. D507,349  
   Issued July 12, 2005  
   Title "A Sheath for Cervical Optical Probe Design"

24. Pat. No. 6,933,154  
   Issued August 23, 2005  
   Title "Optimal Windows for Obtaining Spectral Data for Characterization of Tissue Samples"

25. Pat. No. 7,103,401  
   Issued Sept 5, 2006  
   Title "Tissue Health Discrimination by Fluorescence and Fiberoptic Probe and Method of Use Thereof"

   Issued October 24, 2006  
   Title "Optical Methods and Systems for Rapid Screening of the Cervix"

27. Pat. No. 7,136,518  
   Issued November 14, 2006  
   Title "Methods and Apparatus for Displaying Diagnostic Data"

28. Pat. No. 7,187,810  
   Issued March 6, 2007  
   Title "Methods and Systems for Correcting Image Misalignment"

**U.S. Patent Applications with a Notice of Allowance Issued**

1. Title "Image Processing Using Measures of Similarity"  
   Filed March 15, 2002  
   Status Notice of Allowance: 4/26/06

2. Title "Methods and Apparatus for Processing Spectral Data for Use in Tissue Characterization"  
   Filed April 18, 2003  
   Status Notice of Allowance: 5/2/07

**U.S. Patent Applications Pending**

1. Title "Methods of Diagnosing Disease"
2. Title  "Spectral Volume Microprobe Arrays"
   Filed  April 24, 2001
   Status Application Filed

3. Title  "Methods for Processing Sequential Images of a Sample"
   Filed  February 5, 2002
   Status Application Filed

4. Title  "A Spectroscopic System Employing a Plurality of Data Types"
   Filed  February 8, 2002
   Status Application Filed

5. Title  "Methods of Diagnosing Disease"
   Filed  April 11, 2003
   Status Application Filed

6. Title  "Methods and Apparatus for Characterization of Tissue Samples"
   Filed  April 18, 2003
   Status Application Filed

7. Title  "Methods and Apparatus for Visually Enhancing Images"
   Filed  April 18, 2003
   Status Application Filed

8. Title  "Methods and Apparatus for Characterization of Tissue Samples"
   Filed  April 18, 2003
   Status Application Filed

9. Title  "Methods and Apparatus for Processing Image Data for Use in Tissue Characterization"
   Filed  April 18, 2003
   Status Application Filed

10. Title  "Methods and Apparatus for Evaluating Image Focus"
    Filed  April 18, 2003
    Status Application Filed

11. Title  "Methods and Apparatus for Calibrating Spectral Data"
    Filed  April 18, 2003
    Status Application Filed

12. Title  "Spectral Volume Microprobe Arrays"
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13. **Title** | "Optimal Windows for Obtaining Optical Data for Characterization of Tissue Samples"
| Filed | April 21, 2004 |
| Status | Application Filed |

14. **Title** | "Method and Apparatus for Identifying Spectral Artifacts"
| Filed | May 19, 2004 |
| Status | Application Filed |

15. **Title** | "Substantially Monostatic, Substantially Confocal Optical Systems for Examination of Samples"
| Filed | June 17, 2004 |
| Status | Application Filed |

16. **Title** | "System for Normalizing Spectra"
| Filed | June 18, 2004 |
| Status | Application Filed |

17. **Title** | "Fluorescent Fiberoptic Probe for Tissue Health Discrimination"
| Filed | July 19, 2004 |
| Status | Application Filed |

18. **Title** | "Methods for Processing Sequential Images of a Sample"
| Filed | August 5, 2004 |
| Status | Application Filed |

19. **Title** | "An Optical Probe Accessory Device for Use in In-Vivo Diagnostic Procedures"
| Filed | December 21, 2004 |
| Status | Application Filed |

20. **Title** | "Methods for Identifying, Displaying, Marking, and Treating Suspect Regions of Tissue"
| Filed | April 7, 2005 |
| Status | Application Filed |

21. **Title** | "Analysis of Volume Elements for Tissue Characterization"
<p>| Filed | May 11, 2005 |
| Status | Application Filed |</p>
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SCHEDULE A-2
Trademarks, etc.

Mark: LUMA
Serial Number: 76/406,413
Reg. No.: 3,114,559
SCHEDULE A-3
Copyrights, etc.

1. LUMA product Labeling
2. LUMA development documents, including software code
SCHEDULE A-4
Trade Secrets, etc.

I. Proprietary Studies, Findings & Know-how
1. LUMA Pivotal clinical trials: protocols, data, findings
2. LUMA ancillary clinical studies: protocols, data, findings
3. Research designs, prototypes and clinical evaluation findings

II. LUMA FDA Premarket Approval (PMA)
A. Pivotal & Ancillary Clinical Trials
   1. Study design and execution documents
   2. Clinical data on approximately 5000 patients
   3. Research and statistical analysis of clinical data

III. LUMA Design & Development
B. Hardware design & development documents
   1. Product requirements
   2. Design specifications
   3. Risk analysis
   4. Design documents
   5. Design verification
   6. Design validation
C. Software design & development documents [same categories as above]
D. Disposable Probe Cover design & development documents [same categories as above]

IV. LUMA & Disposable Manufacturing & Service
A. Product Manufacturing Files
   1. Bill of materials
   2. Design history file
   3. Device master record
B. Manufacturing Procedures
   1. Materials suppliers
   2. Incoming inspection
   3. Assembly procedures
   4. Calibration materials and procedures
   5. Testing procedures
   6. Shipping procedures
C. Service Procedures & Documents
   1. Service manual
   2. Service procedures

V. LUMA FDA Labeling
   A. User's Manual
   B. Instructions for Use
   C. Information for Prescribers
   D. Product labels

VI. LUMA Clinical Data
   A. 5000 (approx) Clinical Patients’ Data
   B. Video & spectroscopy optical measurements
   C. Spectra categorized by tissue type with both colposcopy and pathology findings
      1. Major Disease states
         a. No disease, CIN 1, CIN 2, CIN 3, cancer
      2. Miscellaneous states
         a. Metaplasia, Cervicitis, Necrosis

VII. Technology Development Programs
   A. Screening/Triage Technology
      1. Design concepts
      2. Performance modeling
   B. Endocervical Probe Prototype
      1. Designs
      2. Prototype parts
   C. LUMA with Integrated Colposcope
      1. Prototype designs
   D. Colonoscope Prototype
      1. Design
      2. Clinical study findings
   E. Cystoscope Prototype
      1. Design
      2. Clinical study findings
   F. Video Acetowhitting Prototypes
      1. Prototypes designs
      2. Clinical study findings
   G. LUMA Prototypes
      1. Designs
      2. Clinical study findings