

Form PTO-1594

(Rev. 6-97)

OMB No. 0651-0011 (exp. 4/94)

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06-11-2003

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



CORRECTED

To the Honorable Commissioner of Pat.

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ed original documents or copy thereof.

1. Name of conveying party(ies):

WYETH

6-10-03

- Individual(s)
- General Partnership
- Corporation - Delaware
- Other

- Association
- Limited Partnership

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

2. Name and address of receiving party(ies):

BAXTER HEALTHCARE CORPORATION

Route 120 and Wilson Road
Round Lake, Illinois

1-14-03

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 20, 2002

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

A. Trademark Application No.(s)
n/a

B. Trademark Registration No.(s)
see attached schedule A

Additional numbers attached? Yes No

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

Name: GLENN A. GUNDERSEN
DECHERT LLP
4000 BELL ATLANTIC TOWER
1717 ARCH STREET
PHILADELPHIA, PA. 19103-2793
TEL. NO. (215) 994-2183

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41) \$ 265.00

- Enclosed
- Authorized to be charged to deposit account
(Including any underpayment)

8. Deposit account number: 04-0475

(Attach duplicate copy of this page if paying by deposit account)

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.

Glenn A. Gundersen
Name of Person Signing

Signature

June 10, 2003
Date

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

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

SCHEDULE A**WYETH****U.S. Registrations**

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
DOPRAM	788,678	April 27, 1965
FACTREL	1,016,681	July 29, 1975
ESI (stylized)	1,549,778	August 1, 1989
ESI (stylized)	1,228,103	February 22, 1983
DOSETTE	700,404	July 5, 1960
DURAMORPH	1,189,084	February 9, 1982
HEP-LOCK	1,058,184	February 8, 1977
INFUMORPH	1,704,091	July 28, 1992
PROTOPAM	717,121	June 20, 1961
REDI-INFUSION	2,032,244	January 21, 1997

Form PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

RECOF

02-04-2003

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office



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Tab settings

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

1. Name of conveying party(ies): WYETH 1-14-03 FINANCE SECTION
Individual(s) Association General Partnership Limited Partnership Corporation - Delaware Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies): BAXTER HEALTHCARE CORPORATION
Individual(s) citizenship Association General Partnership Limited Partnership Corporation - Delaware Other

3. Nature of Conveyance: Assignment Merger Security Agreement Change of Name Other
Execution Date: December 20, 2002

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) n/a

B. Trademark Registration No.(s) see attached schedule A

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: GLENN A. GUNDERSEN
DECHERT LLP
4000 BELL ATLANTIC TOWER
1717 ARCH STREET
PHILADELPHIA, PA. 19103-2793
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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.

Glenn A. Gundersen
Name of Person Signing

Signature

January 13, 2003
Date

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Washington, D.C. 20231

02/04/2003 DBYRNE 00000004 040475 700678

01 FC:0521 40.00 CH
02 FC:0522 225.00 CH

SCHEDULE A**WYETH****U.S. Registrations**

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PROTOPAM	717,121	June 20, 1961
REDI-INFUSION	2,032,244	January 21, 1997

Puerto Rico Registrations

FACTREL	25,201	June 30, 1983
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Unregistered Marks Used in the United States and Puerto Rico

ESI

LARGON

THE VISION TO GET YOU THERE

Unregistered Marks Used in the Puerto Rico

DOPRAM

ASSIGNMENT OF TRADEMARKS

WHEREAS WYETH ("Assignor") (formerly AMERICAN HOME PRODUCTS CORPORATION), a Delaware corporation with offices at Five Giralda Farms, Madison, New Jersey, has adopted, used and is using the trademarks shown in Schedule A hereto in its business;


AND WHEREAS pursuant to an Asset Purchase Agreement, dated as of June 8, 2002, BAXTER HEALTHCARE CORPORATION ("Assignee"), a Delaware corporation with offices at Route 120 and Wilson Road, Round Lake, Illinois, has acquired from Assignor certain assets and property used in Assignor's business and is desirous of acquiring the "Trademarks" as defined in the Asset Purchase Agreement, including without limitation the trademarks shown in Schedule A hereto, the registrations and applications for registration of the Trademarks shown in Schedule A and any other registrations and applications for registration of the Trademarks, and the goodwill of the business symbolized by the Trademarks.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Trademarks, together with the registrations and applications for registration of the Trademarks shown in Schedule A, any other registrations and applications for registration of the Trademarks, in and to all income, royalties, damages and payments now or hereafter due or payable with respect thereto and in and to all rights of action arising from the Trademarks, all claims for damages by reason of past, present and future infringement of the Trademarks and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made, and the goodwill of the business symbolized by the Trademarks.

Assignor does not make any representations or warranties with respect to the Trademarks other than as set forth in the Asset Purchase Agreement. In the event of any inconsistency between this Assignment of Trademarks and the Asset Purchase Agreement, the provisions of the Asset Purchase Agreement shall be controlling.

Dated: December 20, 2002.

WYETH

By 
Name: Jeffrey S. Sherman
Title: Vice President

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