

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cytometry Associates, Inc.		11/22/2004	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Esoterix, Inc.		
Street Address:	4509 Freidrich Lane, Bldg. 1, Suite 100		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78744		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2338137		
CORRESPONDENCE DATA			
Fax Number:	(512)499-3810		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(512) 499-3800		
Email:	azohlen@jenkens.com, ptomailhouston@jenkens.com		
Correspondent Name:	William D. Wiese/Jenkens & Gilchrist		
Address Line 1:	1401 McKinney		
Address Line 2:	Suite 2600		
Address Line 4:	Houston, TEXAS 77010		
NAME OF SUBMITTER:	Annie Zohlen		
Signature:	/Annie Zohlen/		
Date:	12/20/2004		

CH \$40.00 2338137

Total Attachments: 3

900016979

**TRADEMARK
 REEL: 002995 FRAME: 0264**

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**ASSIGNMENT
(U.S. TradeMark)**

WHEREAS, Cytometry Associates, Inc., a corporation organized under and pursuant to the laws of Delaware having its principal place of business at 201 Summit View Drive; Suite 100; Brentwood, Tennessee 37027 (hereinafter referred to as Assignor), has adopted and is using the Mark set forth in SCHEDULE A hereof which they have used throughout the United States; and

WHEREAS, Esoterix, Inc., a corporation organized under and pursuant to the laws of Delaware having its principal place of business at 4509 Freidrich Lane; Bldg 1, Suite 100; Austin, Texas 78744 (hereinafter referred to as Assignee), desires to acquire the Mark and the goodwill of the business associated with the Mark.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign and transfer to the Assignee the entire right, title, and interest in and to the registration for said Mark and all of its right, title, and interest to said Mark set forth in *SCHEDULE A* hereof, together with the goodwill of the business symbolized by the Mark and the registration thereof, and all other rights which Assignor has enjoyed thereunder both in the United States, including any and all rights of recovery based on past infringement of said Mark and/or registration, the same to be held and enjoyed by the Assignee, its successors, and assigns forever and to the full end of the terms for which any of the aforesaid Mark is registered and any renewals of the terms thereof;

AND FOR THE SAME CONSIDERATION, the Assignor also hereby covenants and agrees that, at the time of execution and delivery of these presents, the Assignor is the sole and lawful owner of the entire right, title, and interest in and to the said registration and believes it is the sole and lawful owner of the entire right, title, and interest to said Mark and said goodwill associated therewith and that the same are unencumbered and that the Assignor has good and full right and lawful authority to sell and convey the same in the manner herein set forth;

AND FOR THE SAME CONSIDERATION, the Assignor hereby covenants and agrees that the Assignor will, whenever counsel of the Assignee or the counsel of its successors, legal representatives, and assigns shall advise that it is lawful and desirable, sign all papers and documents, deliver necessary documents including original registration certificate, if available, take all lawful oaths, execute separate confirmatory assignments, and do all acts reasonably necessary or desirable to be done for the procurement, maintenance, enforcement, and defense of said Mark and registration thereof without charge to the Assignee, its successors, legal representatives, and assigns, other than reasonable costs and expenses incurred by the Assignor or any of its employees, agents, and representatives in connection with the foregoing actions.

CYTOMETRY ASSOCIATES, INC.

Name: James A. McClintic
Title: President

Date: November 22, 2004

United States of America)
State of Texas) ss.:
County of Bexar)

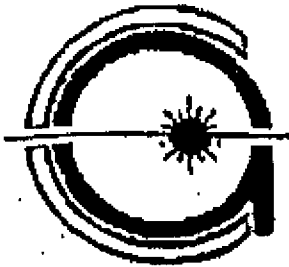
On this 22 day of November, 2004, before me personally came James A. McClintic, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

Denise Hastings
Notary Public



SCHEDULE A
REGISTRATION

MARK: CA & Design



Registration Number	Date Registered	Serial Number	Filing Date	Ctry
2338137	Apr 4, 2000	75/655,553	Mar 8, 1998	US