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Form PTO-1594
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):
Dade Behring Inc.

Individuals Association
 General Partnership - Limited Partnership
 Corporation-State - Delaware
 Other -

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

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

Name: Deutsche Bank AG, New York Branch
 Internal Address: _____
 Street Address: 31 West 52nd Street
 City: New York State: NY ZIP: 10019

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation- _____
 Other Collateral Agent

3. Nature of conveyance:

Assignment Merger
 Security Interest Change of Name
 Other _____

Execution Date: May 25, 2004

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
Please see attached Schedule A

Additional numbers attached? Yes No

Trademark Registration No.(s)

OPR/FINANCE
JUL 27 AM 8:14

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Elizabeth A. Nunn, Senior Legal Assistant
 Internal Address: c/o White & Case LLP

Street Address: 1155 Avenue of the Americas
 City: New York State: New York ZIP: 10036

6. Total number of applications and registration involved 14

7. Total fee (37 CFR 3.41): \$365.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
23-1705 (in event of deficiency)
 (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.

Elizabeth A. Nunn July 27, 2004
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 8

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services
Director of US Patent and Trademark Office
PO Box 1450
Alexandria, VA 22313-1450

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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 02 FC:8522 325.00 DP

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TRADEMARK
REEL: 003017 FRAME: 0390

SCHEDULE A**Trademark Applications**

EVERY MINUTE OF EVERY DAY	78/274,324	03/15/2003
EVERY MINUTE OF EVERY DAY	78/274,304	07/15/2003
EVERY MINUTE OF EVERY DAY	78/274,314	07/15/2003
CQI Design	76/548,128	09/15/2003
INSIGHT	78/311,032	10/08/2003
SYNERGIES + (Design)	78/358,168	01/27/2004
SYNERGIES PLUS	78/358,157	01/27/2004
SYNERGIES PLUS (Design)	78/358,179	01/27/2004
SYNERGIES +	78/358,160	01/27/2004
CARDIOPHASE	78/360,848	02/02/2004
FLO (Design)	78/369,731	02/18/2004
STRATUS CS ACCUTE CARE DIAGNOSTIC	76/580,863	03/15/2004
CARDIOPHASE (Design)	76/580,864	03/15/2004
RXL MAX	78/406,524	04/22/2004

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Dade Behring Inc., a Delaware Corporation (the "Grantor") with principal offices at 1717 Deerfield Road, Deerfield, Illinois 60015-0778, hereby grants to Deutsche Bank AG, New York Branch, as Collateral Agent, with principal offices at 31 West 52nd Street, New York, NY 10019, (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of October 3, 2002 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

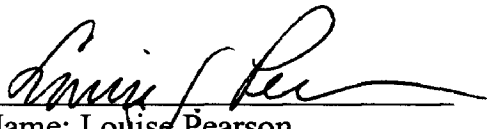
This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

25th day of May 2004.

DADE BEHRING INC., as Grantor

By 
Name: Louise Pearson
Title: Vice President


DEUTSCHE BANK AG, NEW YORK BRANCH,
as Collateral Agent
and Grantee

By _____
Name: Mary Kay Coyle
Title: Managing Director

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

25th day of May 2004.

DADE BEHRING INC., as Grantor

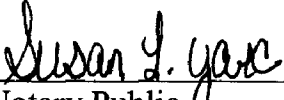
By 
Name: Louise Pearson
Title: Vice President

DEUTSCHE BANK AG, NEW YORK BRANCH,
as Collateral Agent
and Grantee

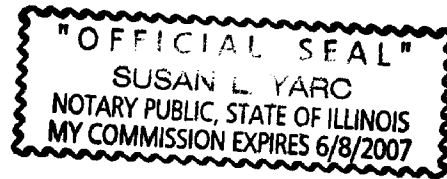
By 
Name: Mary Kay Coyle
Title: Managing Director

STATE OF ILLINOIS)
) ss.:
COUNTY OF LAKE)

On this 25th day of May, before me personally came Louise Pearson who, being by me duly sworn, did state as follows: that she is a Vice President of Dade Behring Inc., that she is authorized to execute the foregoing Grant on behalf of said Corporation and that she did so by authority of the Board of Directors of said Corporation.



Notary Public



STATE OF New York)
COUNTY OF Bronx) ss.:

On this 27 day of May, 2004, before me personally came Mary Kay Coyle who, being by me duly sworn, did state as follows: that she is a Managing Director of Deutsche Bank AG, New York Branch, that she is authorized to execute the foregoing Grant on behalf of said Corporation and that she did so by authority of the Board of Directors of said Corporation.

Maureen E. Thomas
Notary Public

MAUREEN E. THOMAS
Notary Public - State of New York
No. 01TH6098264
Qualified in Bronx County
Certified in New York County
My Commission Expires 9/08/2007

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