

11-504

11-08-2004

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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11/5/04

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

1. Name of conveying party(ies):

JPMorgan Chase Bank

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other NY banking corporation

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Release and Reassignment

Execution Date: 10/29/2004

2. Name and address of receiving party(ies)

Name: Cytometry Associates, Inc.

Internal Address: Suite 100

Street Address: 4509 Freidrich Lane, Bldg. 1

City: Austin State: TX Zip: 78744

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

If assignee is not domiciled in the United States, a domestic representative designation 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 registration number(s):

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

B. Trademark Registration No.(s) 2338137

Additional number(s) attached Yes No

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

Name:

Attn: Penelope J.A. Agoda Federal Research Company, LLC 1030 15th Street, NW, Suite 920 Washington, DC 20005 202.783.2700

Street Address:

City: State: Zip:

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Penelope S. Johnson

Name of Person Signing

Penelope S. Johnson 11/02/2004 Signature Date

Total number of pages including cover sheet, attachments, and document: 5

11/08/2004 BTOM11 00000017 2338137

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

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40.00 OP

TRADEMARK REEL: 003073 FRAME: 0298

TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of October 29 2004, by JPMorgan Chase Bank, a New York Banking corporation, as Administrative and Collateral Agent (“Agent”).

WITNESSETH:

WHEREAS, Agent and Cytometry Associates, Inc., a Delaware corporation (“Cytometry”) were parties to a security agreement dated on or about September 30, 2002 (the “Security Agreement”), pursuant to which Cytometry granted a security interest to Agent in, and a collateral assignment to Agent of, among other things, the trademarks set forth on Exhibit A hereto; and

WHEREAS, the Security Agreement was recorded by the Assignment Division of the United States Patent and Trademark Office on October 17, 2002, at Reel 2603/ Frame 0934; and

WHEREAS, Cytometry has requested that Agent release its security interest in the trademarks and reassign the same to Cytometry;

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Agent hereby releases its security interest in all of Cytometry’s right, title and interest in and to all of the following:

(a) each trademark, trademark registration and trademark application, including, without limitation, the trademarks, trademark registrations (together with any reissues, continuations or extensions thereof) and trademark applications referred to in Exhibit A annexed hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each trademark, trademark registration and trademark application;

(b) each trademark license and all of the goodwill of the business connected with the use of, and symbolized by, each trademark license; and

(c) all products and proceeds of the foregoing, including, without limitation, any claim by Borrowers against third parties for past, present or future (a) infringement or dilution of any trademark or Trademark registration including, without limitation, the trademarks and trademark registrations referred to in Exhibit A annexed hereto, the trademark registrations issued with respect to the trademark applications referred in Exhibit A and the trademarks licensed under

any trademark license or (b) injury to the goodwill associated with any trademark, trademark registration or trademark licensed under any trademark license.

2. Agent hereby reassigns, grants and conveys to Borrowers, without any representation, recourse or undertaking by Agent, all of Agent's right, title and interest in and to the trademarks, and the goodwill of Borrower's business connected with the use of and symbolized by the trademarks.

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[Signature Page Follows]*

Trademark Release -Cytometry
60320693

TRADEMARK
REEL: 003073 FRAME: 0300

IN WITNESS WHEREOF, Agent has caused this Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.

JPMORGAN CHASE BANK, a New York Banking corporation, as Administrative and Collateral Agent

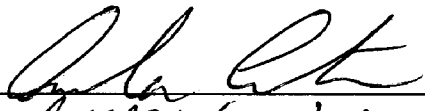
By: 
Name: ANDREA COMPTON
Title: VP

EXHIBIT A to Trademark Release and Reassignment

<i>Mark</i>	<i>Owner</i>	<i>Registration No.</i>
CA	Cytometry Associates, Inc.	2338137

Trademark Release - Cytometry
60320693

RECORDED: 11/05/2004

TRADEMARK
REEL: 003073 FRAME: 0302