



Registration of a Charge

Company name: **BIOCHROM LIMITED**
Company number: **03526954**



X6ZB8DQ2

Received for Electronic Filing: **07/02/2018**

Details of Charge

Date of creation: **31/01/2018**
Charge code: **0352 6954 0006**
Persons entitled: **CERBERUS BUSINESS FINANCE, LLC**
Brief description: **THE TRADEMARKS AS DEFINED IN THE CHARGE AND INCLUDING THE TRADEMARKS AND SERVICE MARKS REGISTERED OR APPLIED FOR IN THE UNITED STATES PATENT AND TRADEMARK OFFICE AND THE CANADIAN INTELLECTUAL PROPERTY OFFICE. SEE THE CHARGE FOR MORE DETAILS.**
Contains fixed charge(s).

Authentication of Form

This form was authorised by: **a person with an interest in the registration of the charge.**

Authentication of Instrument

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S.859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT.**

Certified by:

HERBERT SMITH FREEHILLS LLP



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 3526954

Charge code: 0352 6954 0006

The Registrar of Companies for England and Wales hereby certifies that a charge dated 31st January 2018 and created by BIOCHROM LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 7th February 2018 .

Given at Companies House, Cardiff on 9th February 2018

The above information was communicated by electronic means and authenticated
by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

ASSIGNMENT FOR SECURITY - - TRADEMARKS

WHEREAS, Hoefer, Inc., a Delaware corporation, Harvard Bioscience, Inc., a Delaware corporation, Denville Scientific, Inc., a Delaware corporation, Coulbourn Instruments, LLC, a Delaware limited liability company, Biochrom Limited, a United Kingdom entity, Triangle Biosystems, Inc., a Delaware corporation and Data Sciences International, Inc., a Delaware corporation (individually and collectively, the "Assignor") have adopted, used and are using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office or the Canadian Intellectual Property Office (the "Trademarks");

WHEREAS, each Assignor has entered into a Pledge and Security Agreement, dated January 31, 2018 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Cerberus Business Finance, LLC, as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the "Assignee"); and

WHEREAS, pursuant to the Security Agreement, each Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the Secured Parties (as defined in the Security Agreement) a continuing security interest in all right, title and interest of each Assignor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Assignee and the Secured Parties a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.


Each Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, each Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of January 31, 2018.

DATA SCIENCES INTERNATIONAL, INC.

By: Harvard Bioscience, Inc., its sole shareholder

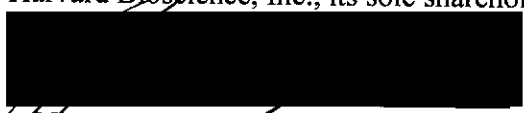
By:


Name: Robert E. Gagnon
Title: Chief Financial Officer

HOEFER, INC.


By: Harvard Bioscience, Inc., its sole shareholder

By:


Name: Robert E. Gagnon
Title: Chief Financial Officer

HARVARD BIOSCIENCE, INC.

By:



Name: Robert E. Gagnon
Title: Chief Financial Officer

COULBOURN INSTRUMENTS, LLC

By: Denville Scientific, Inc., its sole member

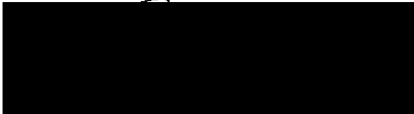
By: Harvard Bioscience, Inc., its sole shareholder

By:


Name: Robert E. Gagnon
Title: Chief Financial Officer

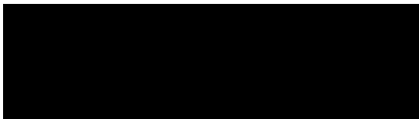
DENVILLE SCIENTIFIC, INC.

By: Harvard Bioscience, Inc., its sole shareholder

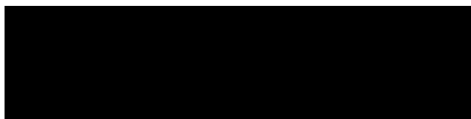
By: 
Name: Robert E. Gagnon
Title: Chief Financial Officer

TRIANGLE BIOSYSTEMS, INC.

By: Harvard Bioscience, Inc., its sole shareholder

By: 
Name: Robert E. Gagnon
Title: Chief Financial Officer

BIOCHROM LIMITED

By: 
Name: Robert E. Gagnon
Title: Director



SCHEDULE A TO ASSIGNMENT FOR SECURITY

US Trademarks and Trademark Applications



[See attached]

TRADEMARKS

BIOCHROM LTD. aka BIOCHROM LIMITED, a United Kingdom entity USA TRADEMARKS



MARK	SERIAL NO.	REG. NO	APPLICATION OR REGISTRATION DATE
SIMPLINANO	86111923	4761064	REGISTRATION DATE: 06/23/2015
	85751209	4461000	REGISTRATION DATE: 01/07/2014
 (BIODROP SO SIMPLE, YOU'LL WONDER WHY NO-ONE HAS DONE IT BEFORE ...)	85751217	4461001	REGISTRATION DATE: 01/07/2014
BIOCHROM	79053995	3712169	REGISTRATION DATE: 11/17/2009
MULTIREAD	79049534	3602685	REGISTRATION DATE: 04/07/2009
NANOVUE	77337692	3570673	REGISTRATION DATE: 02/03/2009
GENEQUANT	79041744	3454092	REGISTRATION DATE: 06/24/2008

HARVARD BIOSCIENCE, INC., a Delaware, United States entity USA TRADEMARKS

MARK	SERIAL NO.	REG. NO	APP. OR REG. DATE
QUIKPREP (standard character mark)	87624762		APPLICATION DATE 09/27/2017
	86193738	4765382	REGISTRATION DATE 06/30/2015
	86193741	4851881	REGISTRATION DATE 11/10/2015
CENTRIFAN	85658942	4398632	REGISTRATION DATE 09/10/2013
LEGATO	85145688	4159849	REGISTRATION DATE: 06/19/2012
ADAGIO	85448228	4157593	REGISTRATION DATE: 06/12/2012
PHD ULTRA	85145669	4058629	REGISTRATION DATE: 11/22/2011
BTXPRESS	77825004	3901596	REGISTRATION DATE 01/04/2011
BIOCHROM	75833717	2433199	REGISTRATION DATE 03/06/2001
ENHANCER	75582363	2313868	REGISTRATION DATE 02/01/2000
GENETRODES	75578621	2493062	REGISTRATION DATE 09/25/2001
BTX	75304701	2223723	REGISTRATION DATE 02/16/1999
STRONGHOLD	73781378	1574413	REGISTRATION DATE 01/02/1990

CPK	72247205	0826093	REGISTRATION DATE 03/21/1967
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COULBOURN INSTRUMENTS, LLC, a Delaware, United States entity
USA TRADEMARKS

MARK	SERIAL NO.	REG. NO	APP. OR REG. DATE
COULBOURN	78338777	3048658	REGISTRATION DATE 01/24/2006
GRAPHIC STATE	75597123	2547737	REGISTRATION DATE 03/12/2002
Tru Scan	75397978	2273647	REGISTRATION DATE 08/31/1999
	78338921	2970145	REGISTRATION DATE 07/19/2005
	78338997	2925160	REGISTRATION DATE 02/08/2005

HOEFER, INC., a Delaware, United States entity
USA TRADEMARKS

MARK	SERIAL NO.	REG. NO	APPLICATION OR REGISTRATION DATE
RUBY	76052755	2663974	REGISTRATION DATE 12/17/2002
HOEFER	74353610	1946172	REGISTRATION DATE 01/09/1996


TRIANGLE BIOSYSTEMS, INC.
DBA TRIANGLE BIOSYSTEMS INTERNATIONAL, a Delaware, United States entity
USA TRADEMARKS

MARK	SERIAL NO.	REG. NO	APPLICATION OR REGISTRATION DATE
STIMWARE	86079282	4533206	05/20/2014
	86333816	4695392	03/03/2015

Data Sciences International, Inc. Trademark Portfolio Report Sorted by Mark

File Number Class/Description	Owner	Trademark	Jurisdiction Status	Application No. Filing Date	Registration No. Registration Date
T244199.US.01	Data Sciences International, Inc.	BUXCO	United States of America Registered	76/591,914 May 12, 2004	2947567 May 10, 2005
009: Laboratory equipment; namely, electronic animal respiratory systems and components for pulmonary, cardiovascular and edema analysis for use in small animal research studies; computer software for pulmonary, cardiovascular and edema analysis for use in small animal research studies.					
T018658.US.01	Data Sciences International, Inc.	DATA SCIENCES	United States of America Registered Supplemental	73/590,450 Mar 28, 1986	1490684 May 31, 1988
009: Telemetry transmitters and receivers for monitoring animals and electrodes for use with telemetry transmitters.					
T018656.US.01	Data Sciences International, Inc.	DATA SCIENCES INTERNATIONAL	United States of America Registered	74/635,715 Feb 17, 1995	1983696 Jul 2, 1996
9: Telemetry transmitters, receivers and electrodes; computer hardware and computer operating programs for use in acquisition and analysis of physiological data; electrical circuits, computer hardware and computer software for conversion of telemetered physiological data to analog signal format; electrical circuits and connectors for interfacing telemetry devices, laboratory equipment and computer hardware and software; prerecorded video tapes featuring instruction of telemetry.					
10: Catheters for all types of medical applications; cannulae.					
16: 016: Printed instructional manuals in the fields of surgery and telemetry.					
T018660.US.01	Data Sciences International, Inc.	DATAQUEST	United States of America Registered	75/195,070 Nov 8, 1996	2112255 Nov 11, 1997
009: Computer software and computerized analyzers for collection and processing of physiological data collected from animals; and instructional/user manuals sold therewith as a unit.					

Data Sciences International, Inc. Trademark Portfolio Report Sorted by Mark

File Number Class/Description	Owner	Trademark	Jurisdiction Status	Application No. Filing Date	Registration No. Registration Date
T018657.US.01 Registered	Data Sciences International, Inc.	DSI DATA SCIENCES INTERNATIONAL & Design 	United States of America		
9:	Telemetry transmitters, receivers and electrodes; computer hardware and computer operating programs for use in acquisition and analysis of physiological data; electrical circuits, computer hardware and computer software for conversion of telemetered physiological data to analog signal format; electrical circuits and connectors for interfacing telemetry devices, laboratory equipment and computer hardware and software; prerecorded video tapes featuring instruction on telemetry.				
10:	Catheters for all types of medical applications; cannulae.				
016: Printed instructional manuals in the fields of surgery and telemetry.				74/635,725 Feb 17, 1995	1983698 Jul 2, 1996
T244200.US.01	Data Sciences International, Inc.	HALCYON	United States of America Registered	78/880,376 May 10, 2006	3455600 Jun 24, 2008
010: Plethysmographs, namely, instruments for the measurement of respiratory patterns of laboratory test subjects in a research environment.					
T069347.US.01	Data Sciences International, Inc.	JET	United States of America Registered	77/033,914 Nov 1, 2006	3450109 Jun 17, 2008
009: Transmitters, receivers and electronic relay stations for collecting, transmitting, and analyzing physiological data collected from animals, and instructional/user manuals sold therewith as a unit.					
T070578.US.01	Data Sciences International, Inc.	NEUROSCORE	United States of America Registered	77/155,536 Apr 12, 2007	3463543 Jul 8, 2008
009: Computer software for collecting, analyzing, storing, and displaying physiological data, and instructional/user manuals sold therewith.					
T018654.US.01	Data Sciences International, Inc.	PHYSIOTEL	United States of America Registered	73/590,452 Mar 28, 1986	1411178 Sep 30, 1986
009: Transmitters and receivers for animal telemetry.					

January 2, 2018

Data Sciences International, Inc. Trademark Portfolio Report Sorted by Mark

<u>File Number</u> <u>Class/Description</u>	<u>Owner</u>	<u>Trademark</u>	<u>Jurisdiction</u> <u>Status</u>	<u>Application No.</u> <u>Filing Date</u>	<u>Registration No.</u> <u>Registration Date</u>
1018655.US.01	Data Sciences International, Inc.	PHYSIOTEL	United States of America Registered	74/648,456 Mar 13, 1995	1954917 Feb 6, 1996

010: Veterinary implants, namely transmitters and receivers for animal telemetry.



Canadian Trademarks and Trademark Applications

[See attached]

BIOCHROM LTD. aka BIOCHROM LIMITED, a United Kingdom entity
CIPO TRADEMARKS

MARK	SERIAL NO.	REG. NO	APP. OR REG. DATE
SIMPLINANO	1650995	TMA952679	10/19/2016

HARVARD BIOSCIENCE, INC., a Delaware, United States entity
CANADIAN TRADEMARKS

MARK	SERIAL NO.	REG. NO	APPLICATION OR REGISTRATION DATE
BTX	0847953	TMA495729	06/09/1998
	1664445	TMA961078	01/26/2017
	1664555	TMA925286	01/07/2016

HOEFER, INC.
CANADIAN (CIPO) TRADEMARKS

MARK	SERIAL NO.	REG. NO	APP. OR REG. DATE
HOEFER	0808020	TMA520533	REGISTRATION DATE 12/14/1999
RUBY	1059338	TMA565778	REGISTRATION DATE 08/14/2002

January 2, 2018

Data Sciences International, Inc. Trademark Portfolio Report Sorted by Mark

File Number Class/Description	Owner	Trademark	Jurisdiction Status	Application No.	Registration No.
				Filing Date	Registration Date
1069968.CA.01	Data Sciences International, Inc.	DSI DATA SCIENCES INTERNATIONAL	Canada Registered	1,349,552 May 30, 2007	771430 Jul 7, 2010

N/A: Monitors, transmitters, receivers and relay stations for sensing, collecting, transmitting, and analyzing physiological data, and instructional/user manuals sold therewith as a unit; computer hardware and software for use in the acquisition and analysis of physiological data; computer hardware and computer software for conversion of physiological data from wired or wireless systems to analog signal and digital formats; computer software and computerized analyzers for collection and processing of physiological data collected from animals; transmitters and receivers for animal telemetry; electrical circuits and connectors for interfacing sensors and telemetry devices; computer programs for acquisition, analysis and processing of physiological data in the fields of medical care for humans and animals and for clinical diagnosis and research purposes; medical imaging apparatus for animals in a research laboratory environment; prerecorded video tapes, CDs, and DVDs featuring instruction on and information about physiological data and telemetry.