

08-27-1998



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JOHNSON & JOHNSON
One Johnson & Johnson Plaza
New Brunswick, New Jersey 08933
(732) 524-0400

1. NAME OF CONVEYING PARTY: ORTHO-CLINICAL DIAGNOSTICS, INC. a New York corporation 100 Indigo Creek Drive Rochester, NY 14650	2. NAME AND ADDRESS OF RECEIVING PARTY: McNEIL-PPC, INC. a New Jersey corporation Grandview Road Skillman, NJ 08558
3. NATURE OF CONVEYANCE: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other 3A. EXECUTION DATE: July 24, 1998 3B. EFFECTIVE DATE: July 24, 1998	2A. ASSIGNEE A FOREIGN ENTITY: YES: ___ NO: <input checked="" type="checkbox"/> 2B. DOMESTIC REPRESENTATIVE DESIGNATED: YES: ___ NO: <input checked="" type="checkbox"/> <i>MRJ</i> <i>7-31-98</i>
4A. TRADEMARK APPLICATION NOS.: Additional numbers attached?	4B. TRADEMARK REGISTRATION NO(S): 890,360; 1,621,973; 1,252,705; 1,852,189; 1,839,208; 1,777,613; 1,502,141 Additional numbers attached? No
5. NAME AND ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT SHOULD BE MAILED: Michael J. Ryan, Jr., Esq. Johnson & Johnson One Johnson & Johnson Plaza New Brunswick, NJ 08933	
6. TOTAL NUMBER OF TITLES: 7 7. TOTAL FEE: \$ 190.00 charge U.S. Dep. Acct. 10-0750 8. CHARGE ADDITIONAL FEES TO: U.S. Dep. Acct. 10-0750 Our Ref:	9. The undersigned declares to the best of his knowledge and belief that the information on this cover sheet is true and correct and any copy submitted is a true copy of the original document. <i>Barbara Salerno</i> Date: <i>7/29/98</i>

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EXHIBIT A

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>
TYLENOL	890,360
TYLENOL	1,621,973
TYLENOL CODEINE 3 MCNEIL & Design	1,252,705
TYLENOL FLU	1,852,189
TYLENOL HEADACHE PLUS	1,839,208
TYLENOL PM	1,777,613
TYLENOL HEALTH ADVISOR & Design	1,502,141

UNITED STATES TRADEMARK ASSIGNMENT

WHEREAS, **ORTHO-CLINICAL DIAGNOSTICS, INC.**, a New York corporation, having its place of business at 100 Indigo Creek Drive, Rochester, New York, 14650 (hereinafter called "Assignor"), has adopted and used the trademarks, which trademarks have been registered for in the United States Patent and Trademark Office, as identified in Exhibit A.

WHEREAS, **MCNEIL-PPC, INC.**, a New Jersey corporation, having its place of business at Grandview Road, Skillman, New Jersey, 08558 (hereinafter called "Assignee"), is desirous of acquiring said trademarks and registrations therefor, and the good will of the business in connection with which said trademarks are used;

NOW THEREFORE, for good and valuable consideration, said Assignor does hereby sell, assign and transfer unto said Assignee, its successors and assigns, all right, title and interest in and to said trademarks and registrations therefor, together with the good will of the business in connection with which said trademarks are used.

IN WITNESS WHEREOF, the said Assignor has caused these presents to be executed by its duly authorized officer on this 24th day of July, 1998.

ASSIGNOR: **ORTHO-CLINICAL DIAGNOSTICS, INC.**

BY:

Michael Lyons

TITLE:

Assistant Secretary

NOTARIZATION
STATE OF NEW JERSEY
COUNTY OF MIDDLESEX

On this 24th day of JULY, 1998, before me appeared the above-identified officer of Assignor, who acknowledged execution of this Trademark Assignment as a free act on behalf of Assignor. Michele N. Bacorn

MICHELE N. BACORN
Notary Public of New Jersey
Qualified in Middlesex County
Commission Expires Mar. 19, 2003