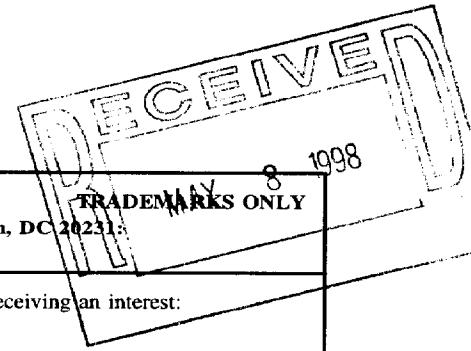


ma
5-8-98

09-14-1998



100826365



TRADEMARKS ONLY

To the Honorable Commissioner of Patents & Trademarks, Box Assignment, Washington, DC 20231
Please record the attached original document or copy thereof.

1. Name of Party(ies) conveying an interest:

PHARMACIA INC.

Entity:

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation - State of Minnesota
- Other _____

2. Name and address of Party(ies) receiving an interest:

The Upjohn Company
301 Henrietta Street
Kalamazoo, MI 49001

Entity:

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation - State of Delaware
- Other _____
- Citizenship _____
- Domiciled in the United States

3. Interest Conveyed

- Assignment Change of Name []
- Security Agreement Merger
- Other _____

4. Application number(s) or registration number(s). Additional sheet attached [] Yes [X] No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

536,728

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

Kathryn Adamson, Legal Technician
Pharmacia & Upjohn
Intellectual Property Legal Services
301 Henrietta Street
Kalamazoo, Michigan 49001

6. Number of applications and registrations involved:

1

7. Amount of fee enclosed or authorized to be charged:
\$ 40

The Commissioner is hereby authorized to charge such greater or lesser amount as required by rule.

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):

21-0738

DO NOT USE THIS SPACE

Fee OK

9. Date of execution of attached document: 10 May 1996

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on

10 May 1998

Signature

William G. Jameson

Name of Person Signing

536728
210738
0000001
06/01/1998 T10M11

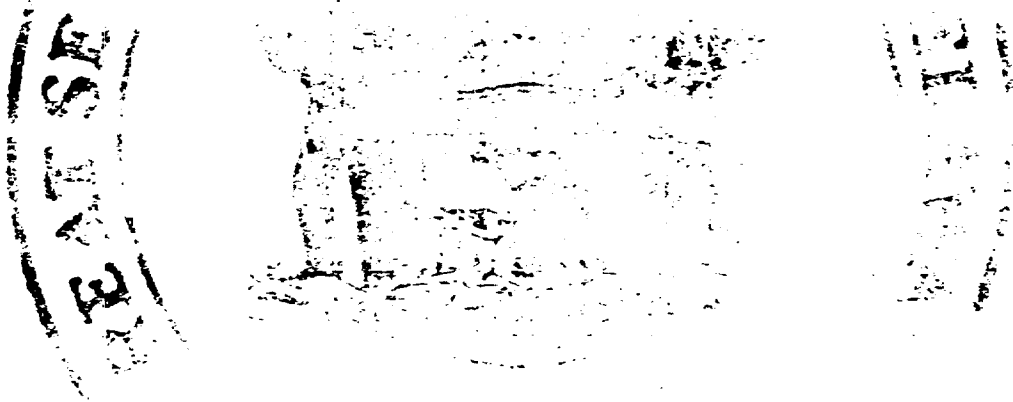
40.00 CH

FC:461

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PHARMACIA INC.", A MINNESOTA CORPORATION,
WITH AND INTO "THE UPJOHN COMPANY" UNDER THE NAME OF "THE UPJOHN COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TENTH DAY OF MAY, A.D. 1996, AT 11:30 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

0527510 8100M

960222681

AUTHENTICATION: 8049234

DATE: 07-31-96

TRADEMARK
REEL: 1786 FRAME: 0901

5-10-96

CERTIFICATE
OF
MERGER
OF
PHARMACIA INC.
INTO
THE UPJOHN COMPANY

Pursuant to the provisions of Section 252 *et seq.* of the Delaware General Corporation Law and Article 302A.651, *et seq.*, of the Business Corporation Act of the State of Minnesota, the undersigned corporations adopt this Certificate of Merger for the purpose of merging Pharmacia Inc., a Minnesota Corporation, having offices at 7001 Post Road, Dublin, Ohio 43017 ("Pharmacia") into The Upjohn Company, a Delaware Corporation with its principal offices at 7000 Portage Road, Kalamazoo, Michigan 49001 ("Upjohn" also referred to herein as the "Surviving Corporation"):

Pharmacia & Upjohn, Inc., the sole shareholder of both Pharmacia and Upjohn by the signatures of its authorized officers, certifies the following:

1. The names of the corporations participating in the merger and the states under the laws of which they are respectively organized is as follows:

<u>Name of Organization</u>	<u>State</u>
Pharmacia Inc.	Minnesota
The Upjohn Company	Delaware

2. That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of Delaware.

3. The name of the surviving corporation of the merger is The Upjohn Company, a Delaware Corporation.

4. That the Restated Certificate of Incorporation of The Upjohn Company, a Delaware Corporation which is surviving the merger, shall be the Certificate of Incorporation of the Surviving Corporation.

5. That the executed Agreement of Merger is on file at the principal place of business of the surviving corporation, the address of which is 7001 Portage Road, Kalamazoo, Michigan 49001.

6. That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost to any stockholder of any constituent corporation.

7. The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>No. Shares</u>	<u>Per Value per share</u>
Pharmacia Inc.	Common	1,000	\$01

8. The Officers of Pharmacia & Upjohn, Inc. and Pharmacia and Upjohn be, and they hereby are, jointly and severally, authorized and directed to make, execute and deliver to the appropriate governmental authorities all such further certificates, instruments or other documents, as in their judgment shall be necessary or advisable in order to effectuate the implementation of the Agreement, the intent and purposes of the foregoing resolutions and any or all of the transactions contemplated thereby.

Effective Date. This merger shall be effective at 1:45 p.m. on May 10 1996 which shall be the effective date of this Certificate of Merger.

IN WITNESS WHEREOF, said Sole Shareholder has caused this Certificate of Merger to be signed by its authorized officer on the date set forth below.

ATTEST:

Don V. Lubowitz
Asst. Secretary

PHARMACIA & UPJOHN, INC.

Kenneth M. Cyren

Dated: May 9, 1996

To the Honorable Commissioner of Patents & Trademarks, Box Assignment, Washington, DC 20231:

Please record the attached original document or copy thereof.

<p>1. Name of Party(ies) conveying an interest:</p> <p>PHARMACIA INC.</p> <p>Entity:</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation - <u>State of Minnesota</u></p> <p><input type="checkbox"/> Other _____</p>	<p>2. Name and address of Party(ies) receiving an interest:</p> <p>The Upjohn Company 301 Henrietta Street Kalamazoo, MI 49001</p> <p>Entity:</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation - State of Delaware</p> <p><input type="checkbox"/> Other _____</p> <p>Citizenship _____</p> <p><input checked="" type="checkbox"/> Domiciled in the United States</p>
<p>3. Interest Conveyed</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Change of Name []</p> <p><input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Merger</p> <p><input type="checkbox"/> Other _____</p>	

4. Application number(s) or registration number(s). Additional sheet attached Yes No

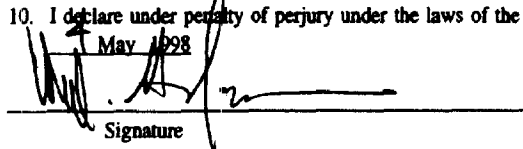
<p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)</p> <p>536,728</p>
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<p>5. Name and address of party to whom correspondence concerning this document should be mailed:</p> <p>Kathryn Adamson, Legal Technician Pharmacia & Upjohn Intellectual Property Legal Services 301 Henrietta Street Kalamazoo, Michigan 49001</p>	<p>6. Number of applications and registrations involved:</p> <p>1</p> <p>7. Amount of fee enclosed or authorized to be charged:</p> <p><u>\$ 40</u></p> <p>The Commissioner is hereby authorized to charge such greater or lesser amount as required by rule.</p> <p>8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):</p> <p><u>21-0738</u></p>
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DO NOT USE THIS SPACE

9. Date of execution of attached document: 10 May 1996

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on 10 May 1996

 _____
Signature

William G. Jameson _____
Name of Person Signing

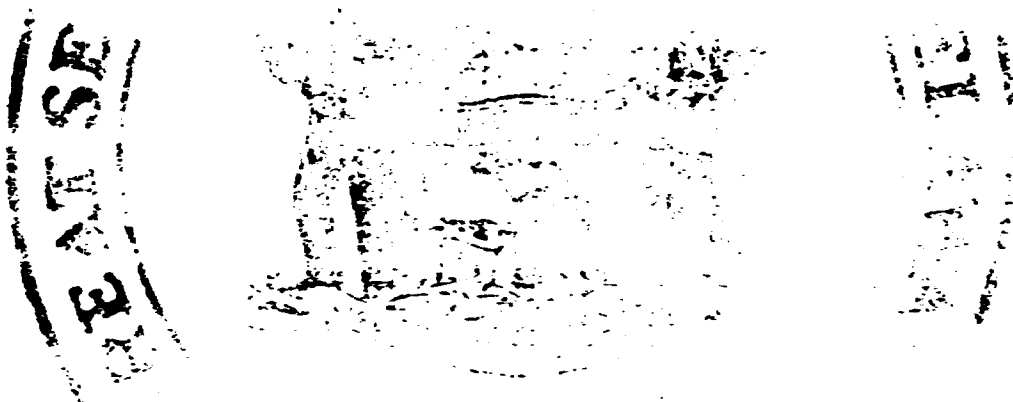
DEPOSIT COPY

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PHARMACIA INC.", A MINNESOTA CORPORATION,

WITH AND INTO "THE UPJOHN COMPANY" UNDER THE NAME OF "THE UPJOHN COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TENTH DAY OF MAY, A.D. 1996, AT 11:30 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

0527510 8100M

960222681

AUTHENTICATION: 8049234

DATE: 07-31-96

TRADEMARK
REEL: 1786 FRAME: 0906

5-10-96

**CERTIFICATE
OF
MERGER
OF
PHARMACIA INC.
INTO
THE UPJOHN COMPANY**

Pursuant to the provisions of Section 252 *et seq.* of the Delaware General Corporation Law and Article 302A.651, *et seq.*, of the Business Corporation Act of the State of Minnesota, the undersigned corporations adopt this Certificate of Merger for the purpose of merging Pharmacia Inc., a Minnesota Corporation, having offices at 7001 Post Road, Dublin, Ohio 43017 ("Pharmacia") into The Upjohn Company, a Delaware Corporation with its principal offices at 7000 Portage Road, Kalamazoo, Michigan 49001 ("Upjohn" also referred to herein as the "Surviving Corporation"):

Pharmacia & Upjohn, Inc., the sole shareholder of both Pharmacia and Upjohn by the signatures of its authorized officers, certifies the following:

1. The names of the corporations participating in the merger and the states under the laws of which they are respectively organized is as follows:

<u>Name of Organization</u>	<u>State</u>
Pharmacia Inc.	Minnesota
The Upjohn Company	Delaware

2. That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of Delaware.
3. The name of the surviving corporation of the merger is The Upjohn Company, a Delaware Corporation.
4. That the Restated Certificate of Incorporation of The Upjohn Company, a Delaware Corporation which is surviving the merger, shall be the Certificate of Incorporation of the Surviving Corporation.
5. That the executed Agreement of Merger is on file at the principal place of business of the surviving corporation, the address of which is 7001 Portage Road, Kalamazoo, Michigan 49001.
6. That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost to any stockholder of any constituent corporation.
7. The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>No. Shares</u>	<u>Per Value per share</u>
Pharmacia Inc.	Common	1,000	\$01

8. The Officers of Pharmacia & Upjohn, Inc. and Pharmacia and Upjohn Co., and they hereby are, jointly and severally, authorized and directed to make, execute and deliver to the appropriate governmental authorities all such further certificates, instruments or other documents, as in their judgment shall be necessary or advisable in order to effectuate the implementation of the Agreement, the intent and purposes of the foregoing resolutions and any or all of the transactions contemplated thereby.

Effective Date. This merger shall be effective at 1:45 p.m. on May 10, 1996 which shall be the effective date of this Certificate of Merger.

IN WITNESS WHEREOF, said Sole Shareholder has caused this Certificate of Merger to be signed by its authorized officer on the date set forth below.

ATTEST:

Don V. Subritz
Asst. Secretary

PHARMACIA & UPJOHN, INC.

Kenneth M. Cyren

Dated: May 9, 1996



**UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office**

ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

JULY 30, 1998

PTAS



100722682A

PHARMACIA & UPJOHN
KATHRYN ADAMSON, LEGAL TECHNICIAN
INTELLECTUAL PROPERTY LEGAL SERVICES
301 HENRIETTA STREET
KALAMAZOO, MICHIGAN 49001

**UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF NON-RECORDATION OF DOCUMENT**

RECEIVED

AUG 04 1998

DOCUMENT ID NO.: 100722682

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PHARMACIA & UPJOHN
INTELLECTUAL PROPERTY LEGAL SERVICES

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231. IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE, YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.

1. THE COVER SHEET SUBMITTED FOR RECORDING IS NOT ACCEPTABLE. AN EXECUTION DATE MUST BE INDICATED FOR EACH CONVEYING PARTY.

PEARLENE FOSTER, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

Docket Date 8/12/98 - 8/26/98
Adm J