

FORM PTO-1594  
1-31-92

09-28-1998

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



100838375

To the Honorable Commissioner

attached original documents or copy thereof.

Handwritten: 85-22-98 mld 9-22-98

1. Name of conveying party(ies):  
**PRIVATE FORMULATIONS, INC.**

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation - State of Ohio

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

2. Name and address of receiving party(ies):  
Name: **PHARMACEUTICAL FORMULATIONS, INC.**

Internal Address: \_\_\_\_\_  
 Address: **460 Plainfield Avenue, Edison, New Jersey 08818**

Country **United States of America**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation State of Delaware  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designation must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name

Other \_\_\_\_\_

Execution Date: June 30, 1995

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) \_\_\_\_\_

B. Trademark registration No.(s) **1719295, 1948508**

Additional numbers attached?  Yes  No

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

**PENNIE & EDMONDS llp**  
 1155 Avenue of the Americas  
 New York, NY 10036

Attn.: PATRICIA VEGA

File No.: 3042-034-999

6. Total number of applications and registrations involved: TWO

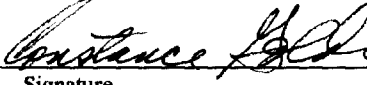
7. Total fee (37 CFR 3.41):.....\$65

Please charge to the deposit account listed in Section 8.

8. Deposit account number:  
16-1150

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.*

Constance Golden, Esq.                                            9/22/98 Date  
 Name of Person Signing                      Signature

Total number of pages comprising cover sheet: 4

09/28/1998 TTON11 00000040 161150 1719295

01 FC:481 40.00 CH  
02 FC:482 25.00 CH

State of Delaware  
Office of the Secretary of State

PAGE 1



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 OWNERSHIP, WHICH MERGES:

"PRIVATE FORMULATIONS, INC.", A OHIO CORPORATION,  
WITH AND INTO "PHARMACEUTICAL FORMULATIONS, INC." UNDER THE NAME OF "PHARMACEUTICAL FORMULATIONS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A.D. 1995, AT 9 O'CLOCK A.M.



Edward J. Freel, Secretary of State

0915651 8100M

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AUTHENTICATION:

8014304

DATE:

07-03-96

TRADEMARK  
REEL: 1791 FRAME: 0518

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 06/30/1995  
950148035 - 915651

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**PRIVATE FORMULATIONS, INC.**  
(an Ohio corporation)

**INTO**

**PHARMACEUTICAL FORMULATIONS, INC.**  
(a Delaware corporation)

\*\*\*\*\*

Pharmaceutical Formulations, Inc., a corporation organized and existing under the laws of the State of Delaware,

**DOES HEREBY CERTIFY:**

**FIRST:** That this corporation was incorporated on June 3, 1981, pursuant to Section 102 of the General Corporation Law of the State of Delaware.

**SECOND:** That this corporation owns all of the outstanding capital stock of Private Formulations, Inc., a corporation incorporated on March 21, 1980, pursuant to Section 1701.01 of the Ohio Revised Code of the State of Ohio.

**THIRD:** That this corporation, by the following resolutions of its Board of Directors, duly adopted by unanimous written consent of its members, filed with the minutes of the Board on April 10, 1995, determined to and did merge into itself said Private Formulations, Inc:

**RESOLVED,** that Pharmaceutical Formulations, Inc. merge, and it hereby does merge into itself said Private Formulations, Inc., and assumes all of its obligations; and

**FURTHER RESOLVED,** that the merger shall be effective on June 30, 1995; and

**FURTHER RESOLVED,** that the proper officers of this corporation be and they hereby are directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Private Formulations, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and a certified copy recorded in the office of the Recorder of Deeds of New Castle County and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anyway necessary or proper to effect said merger; and



**IN WITNESS WHEREOF**, said Pharmaceutical Formulations, Inc. has caused this Certificate to be signed by Max A. Tesler, its President and attested by Sandra Brown, its Secretary, this 28th day of June, 1995.

**PHARMACEUTICAL FORMULATIONS, INC.**

By   
**Max A. Tesler, President**

**ATTEST:**

  
**Sandra Brown, Secretary**