

D

TRADEMARKS ONLY

11-20-1998

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



100904627

MRD 11-4-98

1. Name of conveying party(ies):
Knoll Pharmaceutical Company-B, Inc.

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

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

2. Name and address of receiving party (ies)

Name: Knoll Pharmaceutical Company
Internal Address: _____
Street Address: 3000 Continental Drive North
City: Mount Olive State: NJ ZIP: 07828-1234

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New Jersey
 Other _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Correction to Reel 1575, Frame 0156 (Should not
be conveyed to Mary Ann G. Lemere, but rather to Knoll
Pharmaceutical Company - as per instructions from Assignment
Office to correct this mistake)

Execution Date: April 1, 1995

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 patent number(s): _____

A. Trademark Application No.(s)

B. Trademark Registration No. (s)
See attached Schedule A

Additional numbers attached? Yes No



11-04-1998

U.S. Patent & TMO/TM Mail Rcpt Dt #70

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

Name: Jacqueline Ostroski
Internal Address: BASF Corporation

Street Address: 3000 Continental Drive North

City: Mount Olive State: NJ ZIP: 07828-1234

6. Total number of applications and registrations
involved:8

7. Total fees (37 CFR 3.41).....\$ 215.00

Enclosed
 Authorized to be charged to deposit account

Deposit account number: 09-0425

(Attach duplicate copy of this page if paying by deposit
account)

11/23/1998 JSHWRAZZ 00000012 090425 705476

01 FC:481
02 FC:482

8. 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.

Thomas Y. Allman [Signature] Oct. 31, 1998
Name of Person Signing Signature Date

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

Mail documents to be recorded with required cover sheet information to:
Assistant Commissioner for Trademarks
BOX ASSIGNMENTS
2900 Crystal Drive
Arlington, VA 22202-3513

TRADEMARK
REEL: 1816 FRAME: 0326

SCHEDULE A

TRADEMARK	REGISTRATION NO.
CHOLOXIN	705,476
DESIGN ONLY	1,794,090
IBU	1,444,784
SSD AF	1,767,867
SSD RP	1,782,008
TAB-MINDER	1,186,359
THYROID TODAY	1,166,483
THYROID UPDATE	1,768,292

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:

"KNOLL PHARMACEUTICAL COMPANY-B, INC.", A DELAWARE CORPORATION,

WITH AND INTO "KNOLL PHARMACEUTICAL COMPANY" UNDER THE NAME OF "KNOLL PHARMACEUTICAL COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW JERSEY, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF APRIL, A.D. 1995, AT 4:30 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7849623

2094839 8100M

960061279

03-01-96
TRADEMARK
REEL: 1816 FRAME: 0328

CERTIFICATE OF MERGER

MERGING

KNOLL PHARMACEUTICAL COMPANY-B, INC.

INTO

KNOLL PHARMACEUTICAL COMPANY

To: Secretary of State
State of Delaware

Pursuant to Sections N.J.S.A. 14A:10-4 and 14A:10-4.1, and Section 252 of the Delaware Corporation Law, Knoll Pharmaceutical Company, a New Jersey corporation, hereby certifies as follows:

FIRST: the constituent corporations are Knoll Pharmaceutical Company-B, Inc. and Knoll Pharmaceutical Company. Knoll Pharmaceutical Company is incorporated in the State of New Jersey and has 491,400 shares issued and outstanding, with a par value of \$1.00 each. Knoll Pharmaceutical Company-B, Inc. is incorporated in the State of Delaware and has 300 shares issued and outstanding with a par value of \$1.00 each.

SECOND: A Plan (Agreement) of Merger dated as of April 1, 1995 has been approved, adopted, certified, executed, and acknowledged by each of the constituent corporations in accordance with N.J.S.A. 14A:10-1 et seq and Section 252 of the Delaware Corporation Law.

THIRD: The Certificate of Incorporation of the surviving corporation shall be that of Knoll Pharmaceutical Company

FOURTH: The name of the surviving corporation is Knoll Pharmaceutical Company, and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent Delaware corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of Delaware, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is BASF Corporation, 3000 Continental Drive-North, Mount Olive, New Jersey 07828-1234.

FIFTH: The executed Plan (Agreement) of Merger is on file at the principal place of business of the surviving corporation, which is located at 3000 Continental Drive - North, Mount Olive, New Jersey 07828-1234.


FROM CORPORATION TRUST CO 13026555049 COMPANY (TRUST) 04 06 95 10:46 ST 10436 NO 9561282772 5
13026555049

SIXTH: A copy of the Plan (Agreement) of Merger has been furnished by the surviving corporation to all the stockholders of the constituent corporations.

SEVENTH: The effective date of this Certificate of Merger and the Plan (Agreement) of Merger shall be April 3, 1995.

IN WITNESS WHEREOF, Knoll Pharmaceutical Company, the surviving corporation, has caused this statement to be signed by its officers thereunto duly authorized as of this 1st day of April, 1995.

KNOLL PHARMACEUTICAL COMPANY

By: 
Charles B. Hargett
Vice President & Secretary

{SEAL}

ATTEST


Charles S. Montgomery
Assistant Secretary

CTN:bas(knollbcom.del)

TRADEMARK
REEL: 1816 FRAME: 0330

STATE OF NEW JERSEY)
) SS:
COUNTY OF MORRIS)

BE IT REMEMBERED that on this 1st day of April 1995, personally came before me, a Notary Public in and for the County and State aforesaid, Charles B. Hargett, Vice President and Secretary and Charles S. Montgomery, Assistant Secretary, of Knoll Pharmaceutical Company, a corporation of the State of New Jersey, and they duly executed said certificate before me and acknowledged the said certificate to be the act and deed of said corporation.

IN WITNESS WHEREOF the said appearers have signed these presents and I have hereunto affixed my official hand and seal, on the day and date first hereinabove written.

Marion Lockhead
Notary Public

MARION LOCKHEAD
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES OCT. 20, 1997

(Seal)