01-11-1999

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

100938573

12-30-1998

U.S. Patent & TMOfc/TM Mail Rcpt Dt. #26

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- [x] New
- [ ] Resubmission (Non-Recordation) Document ID #
- [ ] Correction of PTO Error Reel # Frame #
- [ ] Corrective Document Reel # Frame #

Conveyance Type

- [x] Assignment
- [ ] License
- [ ] Security Agreement
- [ ] Nunc Pro Tunc Assignment
- [ ] Merger
- [ ] Change of Name
- [ ] Other

Effective Date Month Day Year: 07-01-1998

Conveying Party

[ ] Mark if additional names of conveying parties attached

Name: ASTRA USA, INC.

Execution Date Month Day Year:

Formerly:

[ ] Individual [ ] General Partnership [ ] Limited Partnership [x] Corporation [ ] Association

[ ] Other

[x] Citizenship/State of Incorporation/Organization: New York

Receiving Party

[ ] Mark if additional names of receiving parties attached

Name: ASTRA PHARMACEUTICALS, L.P.

DBA/AKA/TA:

Composed of:

Address (line 1): 725 Chesterbrook Boulevard

Address (line 2):

Address (line 3): Wayne (City) Pennsylvania (State/Country) 19087-5677 (Zip Code)

[ ] Individual [ ] General Partnership [x] Limited Partnership

[ ] Corporation [ ] Association

[ ] Other

[ ] If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. *(Designation must be a separate document from Assignment.)*

[x] Citizenship/State of Incorporation/Organization: Delaware

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

MC8 12-30-98

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number 215-994-2183

Name: Glenn A. Gundersen

Address (line 1): DECHERT PRICE & RHOADS

Address (line 2): 4000 Bell Atlantic Tower

Address (line 3): 1717 Arch Street

Address (line 4): Philadelphia, PA 19103-2793

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # 4

Trademark Application Number(s) or Registration Number(s)

[x] Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
75/180,629			534,232	691,568	1,136,576
75/379,492			692,703	720,574	1,236,009
			680,064	760,081	1,266,805

Number of Properties

Enter the total number of properties involved. # 29

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): $ 740.00

Method of Payment: Enclosed [ ] Deposit Account [x]

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 04-0475

Authorization to charge additional fees: Yes [x] No [ ]

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. Charges to deposit account are authorized, as indicated herein.

Stephanie E. Thier		December 30, 1998
Name of Person Signing	Signature	Date Signed

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party
Enter Additional Conveying Party

☐ Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

☐ Individual ☐ General Partnership ☐ Limited Partnership ☐ Corporation ☐ Association

☐ Other

☐ Citizenship State of Incorporation/Organization

Receiving Party
Enter Additional Receiving Party

☐ Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

☐ Individual ☐ General Partnership ☐ Limited Partnership

☐ Corporation ☐ Association

☐ Other

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Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
			1,313,013	1,469,589	1,890,355
			1,327,918	1,583,136	1,902,331
			1,342,620	1,609,722	2,078,218
			1,353,993	1,706,518	2,102,441
			1,376,828	1,712,995	
			1,413,223	1,846,169	
			1,441,009	1,853,018	

ASSIGNMENT OF TRADEMARKS

WHEREAS ASTRA USA, INC. ("Assignor"), a New York corporation with offices at 50 Otis Street, Westborough, Massachusetts 01581-4500, has adopted and used the trademarks and service marks shown in Schedule A hereto in its pharmaceutical business;

AND WHEREAS ASTRA PHARMACEUTICALS, L.P. ("Assignee"), a Delaware limited partnership with offices at 725 Chesterbrook Boulevard, Wayne, Pennsylvania 19087-5677, has as of July 1, 1998 acquired from Assignor certain assets and property used in Assignor's business and is desirous of acquiring the trademarks and service marks shown in Schedule A hereto and any other trademarks, service marks, trade dress and trade names used in such business (collectively, the "Trademarks"), the registrations and applications for registration of the Trademarks shown in Schedule A and any other registrations and applications for registration of the Trademarks, and the goodwill of the business symbolized by the Trademarks.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Trademarks, together with the registrations and applications for registration of the Trademarks shown in Schedule A, any other registrations and applications for registration of the Trademarks, and the goodwill of the business symbolized by the Trademarks in and to all income, royalties, damages and payments now or hereafter due or payable with respect thereto and in and to all rights of action arising from the Trademarks, all claims for damages by reason of past, present and future infringement of the Trademarks and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made,.

Dated effective July 1, 1998

ASTRA USA, INC.

By _____
Name: Thomas E. Cross, Jr.
Title: Vice President & Secretary

SCHEDULE A

ASTRA USA, INC

Registrations:

Mark	Registration Number	Registration Date
XYLOCAINE	534,232	December 5, 1950
XYLOCAINE	692,703	February 9, 1960
ASTRA & Design	680,064	June 9, 1959
CITANEST	691,568	January 19, 1960
ASTRA & Design	720,574	August 29, 1961
ASTRA (stylized)	760,081	November 12, 1963
TONOCARD	1,136,576	June 3, 1980
DUO-TRACH	1,236,009	May 3, 1983
ASTRA PAK (stylized)	1,266,805	February 14, 1984
SENSORCAINE	1,313,013	January 8, 1985
ASTRA STERILE-PAK	1,327,918	April 2, 1985
ASTRA UROLOGUE	1,342,620	June 18, 1985
DENTAL IMPRESSIONS	1,353,993	August 13, 1985
POLOCAINE	1,376,828	January 7, 1986
CENTURY SYRINGE SYSTEM	1,413,223	October 14, 1986
HEMOPAD	1,441,009	June 2, 1987
ASTRAMORPH	1,469,589	December 22, 1987
E-Z OFF	1,583,136	February 13, 1990
WINTERPAK	1,609,722	August 14, 1990

Mark	Registration Number	Registration Date
HEMOTENE	1,706,518	August 11, 1992
ASTRA	1,712,995	September 8, 1992
ACCUJECT	1,846,169	July 19, 1994
ASTRAPRO	1,853,018	September 6, 1994
ASTRA (stylized)	1,890,355	April 18, 1995
EMLA	1,902,331	July 4, 1995
CONSULTATION IN SURGICAL NUTRITION	2,078,218	July 8, 1997
TOPROL-XL	2,102,441	October 7, 1997

Use-based applications:

Mark	Serial Number	Filing Date
SNEEZIN' SEASON SURVIVOR'S CLUB	75/180,629	October 9, 1996
AWARECARE	75/379,492	October 27, 1997