

03-12-1999



100984203

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

MSD 3-8-99

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

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger
Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

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)

Individual General Partnership Limited Partnership 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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

03/10/1999 BCDATES 00000116 75401834
01 FC:481 40.00 GP

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

TRADEMARK
REEL: 1866 FRAME: 0389

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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

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)

<input type="text" value="75401834"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

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

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

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.

Elisa Raley

Elisa Raley

3/8/99

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF U.S. TRADEMARK

ASSIGNMENT OF TRADEMARK (this "Assignment") made by PHARMACIA & UPJOHN COMPANY, a Delaware corporation ("Assignor") to BRECKENRIDGE PHARMACEUTICAL, INC., a Florida corporation ("Assignee").

WHEREAS, Assignor desires to transfer to Assignee all of its right, title and interest in and to the trademark "KAOLECTROLYTE", for which application for registration has been filed in the United States Patent and Trademark Office (Serial No. 75-401,834) (the "Trademark") to Assignee, and all of the goodwill of the business appurtenant thereto;

WHEREAS, pursuant to a Sale and Purchase Agreement of even date herewith between Assignor and Assignee (the "Agreement"), Assignor assigns to Assignee the portion of Assignor's business to which the Trademark pertains (namely Seller's KAOLECTROLYTE Electrolyte Replenisher business), and Assignee is therefore the successor to such portion of Assignor's business.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

Assignor does hereby sell, assign, transfer, and deliver to Assignee, and Assignee hereby accepts, all right, title and interest of Assignor in and to the Trademark, the application for registration thereof, and the goodwill of the business connected with the use thereof and symbolized thereby; all rights of priority therein in any country as may now or hereafter be granted to it by law, treaty or other international convention; and all rights, interests, claims and demands recoverable in law or equity, that Assignor has or may have in profits and damages for past, present and future infringements of the Trademark, including, without limitation, the right to compromise, sue for and collect such profits and damages; the same to be held and enjoyed by Assignee, its successors and assigns or their legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made.

Assignor hereby agrees that Assignor shall and shall cause each of its affiliates to, from time to time, execute and deliver to Assignee such additional instruments, documents, conveyances or assurances and take such other action as shall be necessary or otherwise reasonably requested by Assignee to confirm and assure the rights and obligations provided for in the Agreement, render effective the consummation of the transactions contemplated hereby and thereby, most effectively to vest in Assignee beneficial and record title to the Trademark, and to put Assignee in actual possession and operating control of the Trademark.

This Assignment shall be governed by, and construed in accordance with, the laws of the United States with respect to trademark issues, and in all other respects.

including validity, interpretation and effect, the laws of New York without reference to that state's choice of law or conflict of laws rules.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed as of this 5th day of February, 1999.

PHARMACIA & UPJOHN COMPANY

By: HERBERT V. BROTSPIES

Name: Herbert Brotspies

Title: Vice President

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 5th day of February, 1999 by Herbert L. Brotspies, Vice President-Business Development, Consumer Healthcare of Pharmacia & Upjohn Company, a Delaware corporation, on behalf of the corporation. He is personally known to me or has produced USA PASSPORT # 093092147 as identification.

Notary Public

Milt Tanzer



MILT TANZER
COMMISSION # CC733393
EXPIRES APR 13, 2002
BONDED THROUGH
ADVANTAGE NOTARY OF FLORIDA

"Express Mail" mailing label No. EH827325271W

Date of Deposit 3/8/99

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20231.

Elisha Raley
(Typed or printed name of person mailing paper or fee)

Elisha Raley
(Signature of person mailing paper or fee)

"Express Mail" mailing label No. EH827325271US

Date of Deposit 3/8/99

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20531.

Elisa Riley

(Typed or printed name of person mailing paper or fee)

Elisa Riley

(Signature of person mailing paper or fee)