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HEET

U.S. Department of Commerce
Patent and Trademark Office

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TRADEMARK

TO: The Commissioner of Patents

Attached original document(s) or copy(ies)

Submission Type

101133312

Assignment Type

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

- Assignment
- License
- Merger
- Security Agreement
- Change of Name
- Nunc Pro Tunc Assignment
- Effective Date:
- Other:



Conveying Party

Execution Date

Name PASADENA RESEARCH LABORATORIES, INC.

5-31-96

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization California
- Mark if Additional Names of Conveying Parties Attached

Receiving Party

Name AKORN MANUFACTURING, INC.

DBA/KA/TA

Address 150 South Wyckles Road

Address

Address Decatur

Illinois

62522

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Illinois
- Domestic Representative Designation Attached: Yes No
- Mark if Additional Names of Receiving Parties Attached

Correspondent Name and Address

Claudia M. Werner
Leydig, Voit & Mayer, Ltd.
Two Prudential Plaza, Suite 4900
Chicago, Illinois 60601-6780

Telephone: (312) 616-5600
Facsimile: (312) 616-5700
Attorney Docket No. 202196

Pages Enter the total number of pages of the attached conveyance document including any attachments: 6

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)

1910697

Number of Properties

Enter the total number of properties involved: 1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): 40.00

Method of Payment:

- Enclosed
- Deposit Account No. 12-1216

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.

Claudia M. Werner

August 27, 1999

Name of Person Signing

Signature

Date

01 FC:481
09/03/1999 1910697
00000012 1910697
40.00 TP

BOOK 2655 PAGE 471

File Number 3054-826-4

1435001

State of Illinois
Macon County 85 I Heroby
That This Instrument Was Filed For Certify
Record At 2:15 PM

JUN - 6 1996

Recorded in Book 2655 Page 471
Edwin J. Tanguay Jr.
Fee 16.00 pd Recorder

MICROFILM

State of Illinois Office of The Secretary of State



Whereas,

ARTICLES OF MERGER OF
AKORN MANUFACTURING, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 31ST day of MAY A.D. 19 96 and of the Independence of the United States the two hundred and 20TH



George H Ryan

Secretary of State

Form **BCA-11.25**

**ARTICLES OF MERGER
CONSOLIDATION OR EXCHANGE**

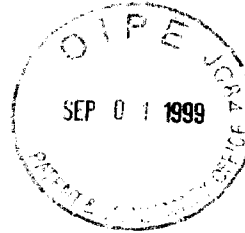
File # 3054-826

(Rev. Jan. 1995)

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961

SUBMIT IN DUPLICATE

FILED



MAY 31 1996 -

GEORGE H. RYAN
SECRETARY OF STATE

This space for use by
Secretary of State

Date 5/31/96

Filing Fee \$ 100.

Approved:

DO NOT SEND CASH!
Remit payment in check or money
order, payable to "Secretary of State."
Filing Fee is \$100, but if merger or
consolidation of more than 2 corpo-
rations, \$50 for each additional cor-
poration.

1. Names of the corporations proposing to ~~merge~~ ^{merge} ~~consolidate~~ ~~exchange~~ ~~or~~ ~~exchange~~ ~~or~~ ~~exchange~~ , and the state or country of their incorporation:

Name of Corporation	State or Country Of Incorporation	Corporation File No.
<u>Akorn Manufacturing, Inc.</u>	<u>Illinois</u>	<u>3054-826-4</u>
<u>Pasadena Research Laboratories, Inc.</u>	<u>California</u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

2. The laws of the state or country under which each corporation is incorporated permit such merger, consolidation or exchange.

3. (a) Name of the ~~new~~ ^{surviving} ~~acquiring~~ corporation: Akorn Manufacturing, Inc.

(b) it shall be governed by the laws of: Illinois

4. Plan of ~~consolidation~~ ^{merger} ~~exchange~~ is as follows:

If not sufficient space to cover this point, add one or more sheets of this size.
See attached Exhibit A

EXPEDITED

MAY 31 1996

SECRETARY OF STATE

TRADEMARK
REEL: 001953 FRAME: 0118

5. Plan of ~~consolidation~~ ^{merger} was approved, as to each corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

(The following items are not applicable to mergers under §11.30 —90% owned subsidiary provisions. See Article 7.)

(Only "X" one box for each corporation)

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.

(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.220)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation

Akorn Manufacturing, Inc.

6. (Not applicable if surviving, new or acquiring corporation is an Illinois corporation)

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

b. (Not applicable to 100% owned subsidiaries) The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was _____, 19 _____.

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received? Yes No

(If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated May 31, 19 96

attested by *Eric M. Wingerter*
 (Signature of Secretary or Assistant Secretary)

Eric M. Wingerter, Secretary
 (Type or Print Name and Title)

Akorn Manufacturing, Inc.
 (Exact Name of Corporation)

by *Tim J. Toney*
 (Signature of President or Vice President)

Tim J. Toney, President
 (Type or Print Name and Title)

Dated May 31, 19 96

attested by *Tom Yankoff*
 (Signature of Secretary or Assistant Secretary)

Tom Yankoff, Secretary
 (Type or Print Name and Title)

Pasadena Research Laboratories, Inc
 (Exact Name of Corporation)

by *Floyd Benjamin*
 (Signature of President or Vice President)

Floyd Benjamin, President
 (Type or Print Name and Title)

Dated _____, 19 _____

attested by _____
 (Signature of Secretary or Assistant Secretary)

 (Type or Print Name and Title)

 (Exact Name of Corporation)

by _____
 (Signature of President or Vice President)

 (Type or Print Name and Title)

Exhibit A

On May 31, 1996 (the "Effective Date"), Pasadena Research Laboratories, Inc. will be merged into Akorn Manufacturing, Inc. Akorn Manufacturing, Inc. will assume all rights, privileges, assets and liabilities of Pasadena Research Laboratories, Inc. Each share of Pasadena Research Laboratories, Inc. outstanding on the Effective Date will be converted into 14,814.815 shares of Akorn, Inc., the parent of Akorn Manufacturing, Inc. The 94.5 shares of Pasadena Research Laboratories, Inc. outstanding at the effective time shall be cancelled. The Articles of Incorporation, By-laws, directors and officers of Akorn Manufacturing, Inc. shall be the Articles of Incorporation, By-laws, directors and officers of the surviving corporation. The name of the surviving corporation shall be Akorn Manufacturing, Inc.



CORW3978.1

