



09-30-1999

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TO: The Commissioner of Pat

Submission Type

101161817

Type

New

Assignment

License

Resubmission (Non-Recordation)
Document ID #

Security Agreement

Nunc Pro Tunc Assignment

Correction of PTO Error
Reel # Frame #

Merger

Effective Date
Month Day Year

Corrective Document
Reel # Frame #

Change of Name

Other 75618892

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Oclassen Pharmaceuticals, Inc.

05/10/99

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Watson Pharmaceuticals, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 311 Bonnie Circle

Address (line 2)

Address (line 3) Corona

California

91720

City

State/Country

Zip Code

Individual General Partnership 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.)

Citizenship/State of Incorporation/Organization Nevada

10/04/1999 DNGUYEN 00000223 75618892

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01 FC:481
02 FC:482

40.00 OP
125.00 OP

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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: 001969 FRAME: 0431

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="75618892"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2137400"/>	<input type="text" value="1678972"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2115766"/>	<input type="text" value="1413919"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2093190"/>	<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: #

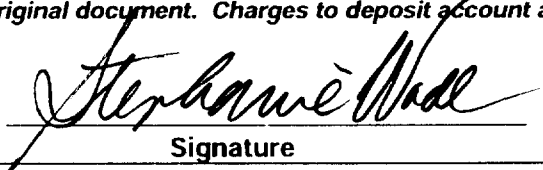
Authorization to charge additional fees: Yes No

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.

STEPHANIE K. WADE

Name of Person Signing



Signature

9/30/99

Date Signed

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 MERGER, WHICH MERGES:

"OCLASSEN PHARMACEUTICALS, INC.", A DELAWARE CORPORATION, WITH AND INTO "WATSON LABORATORIES, INC." UNDER THE NAME OF "WATSON LABORATORIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEVADA, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF MAY, A.D. 1999, AT 4:30 O'CLOCK P.M.



2290877 8100M

991388090

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 9974050

DATE: 09-17-99

TRADEMARK

REEL: 001969 FRAME: 0433

**CERTIFICATE OF MERGER
OF
OCLASSEN PHARMACEUTICALS, INC.
WITH AND INTO
WATSON LABORATORIES, INC.**

**Pursuant to Section 252 of the
General Corporation Law of the State of Delaware**

Oclassen Pharmaceuticals, Inc., a Delaware corporation ("OPI") does hereby certify to the following facts relating to the merger (the "Merger") of OPI with and into Watson Laboratories, Inc., a Nevada corporation ("WLI"), with WLI remaining as the surviving corporation of the Merger (the "Surviving Corporation").

FIRST: OPI is incorporated pursuant to the General Corporation Law of the State of Delaware ("DGCL"). WLI is incorporated pursuant to the General Law of the State of Nevada ("GLSN"). OPI and WLI are the constituent corporations in the Merger.

SECOND: An Agreement of Merger dated as of May 10, 1999 (the "Agreement of Merger"), setting forth the plan of merger, has been approved, adopted, certified, executed and acknowledged by OPI and WLI in accordance with the provisions of subsection (c) of Section 252 of the DGCL and Section 92A.230 of the GLSN.

THIRD: The surviving corporation of the Merger shall be WLI.

FOURTH: Upon the effectiveness of the Merger, the articles of incorporation of WLI shall be the articles of incorporation of the Surviving Corporation.

FIFTH: The executed Agreement of merger is on file at the principal place of business of WLI, the Surviving Corporation at 311 Bonnie Circle, Corona, California 91720.

SIXTH: A copy of the executed Agreement of Merger shall be furnished by WLI, the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation of the Merger.

SEVENTH: The Surviving Corporation is a corporation formed and existing under the laws of the State of Nevada.

EIGHTH: WLI, the Surviving Corporation, hereby agrees that it may be served with process in the State of Delaware for any proceeding for enforcement of any obligation of OPI, as well as for enforcement of any obligations of WLI arising from the Merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the DGCL, and WLI irrevocably appoints the Secretary of the State of Delaware as its agent to accept service of process in any such suit or other proceedings, and a copy of such process shall be mailed by the Secretary of State to WLI at the following address: c/o Secretary, 311 Bonnie Circle, Corona, California 91720.

IN WITNESS WHEREOF, Watson Laboratories, Inc. has caused this Certificate of Merger to be executed by its duly authorized Chairman as of May 10, 1999.

WATSON LABORATORIES, INC.

By:



Allen Chao

Its:

President

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