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

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- New
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other _____

Effective Date
Month Day Year
4 27 99

Conveying Party

Mark if additional names of conveying parties attached

Name Depotech Corporation

Execution Date
Month Day Year
4 27 99

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name SkyePharma Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 10450 Science Center Drive

Address (line 2) _____

Address (line 3) San Diego California 92121
City State/Country Zip Code

- 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 California

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 001973 FRAME: 0829

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)

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Pages

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

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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)

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.

E.T. Henry/Senior Legal Assistant

Name of Person Signing



Signature

October 4, 1999

Date Signed

State of California



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

SEP 13 1999



Bill Jones

Secretary of State

1564215
DEPOTECH CORPORATION

FILED *Jo*

In the office of the Secretary of State
of the State of California

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
DEPOTECH CORPORATION,
A CALIFORNIA CORPORATION

JUN 28 1999

Bill Jones
BILL JONES, Secretary of State

D. NICHOLSON and *P. BARBOUR* certify that:

1. They are the duly elected President and Secretary, respectively, of Depotech Corporation, a California corporation.

2. Article I of the Fourth Restated Articles of Incorporation of Depotech Corporation is amended to read as follows:

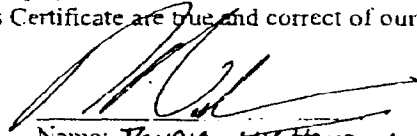
"The name of the Corporation is SkyePharma Inc."

3. The foregoing amendment of the Fourth Restated Articles of Incorporation of Depotech Corporation has been duly approved by the Board of Directors pursuant to Section 902 of the California Corporations Code.

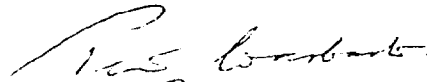
4. The foregoing amendment of the Fourth Restated Articles of Incorporation of Depotech Corporation has been duly approved by the required vote of shareholders pursuant to Section 902 of the California Corporations Code. The total number of outstanding shares entitled to vote with respect to the foregoing Amendment was 1,000 shares of Common Stock. The number of shares voting in favor of the Amendment exceeded the vote required in that the affirmative vote of a majority of the outstanding shares was required for the approval of the Amendment and the Amendment was approved by the affirmative vote of 100% of the outstanding voting shares. No preferred shares were issued.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Dated: April 27, 1999



Name: ~~DONALD HILL TOLSON~~
Title: President



Name: ~~P. S. ROBERTSON~~
Title: Secretary

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