

COMPRISING THE LAW OFFICE

MRD
12.2.99

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December 2, 1999 - 2

RECORDATION FORM COVER SHEET - TRADEMARKS

Of counsel:
Stephen N. Dratch
Freema Gluck

Commissioner of Patents and Trademarks
Washington, D.C. 20231

Attn: BOX ASSIGNMENT

Re: Recordal of Assignment of Trademarks
Assignor: SANOFI
Assignee: SANOFI-SYNTHÉLABO
Trademarks: 100 Trademarks (Schedules A, B
attached)

Our Ref.: 110.807

ELO484313845
Expects 12/2/99
Date of Filing 12/2/99
I hereby certify that the enclosed documents are true and correct copies of the original documents filed with me for recordation.
Director, Office of Trademark Recordation
U.S. Patent and Trademark Office
Washington, DC 20231

Julie Simmons
Julie Simmons
(Signature of person making paper of record)

Sir:

Please record the attached original documents or copy thereof:

1. Name of conveying party(ies):

Sanofi, a corporation organized and existing under the laws of France.

2. Name and address of receiving party(ies):

Sanofi-Synthelabo, a corporation organized and existing under the laws of France, having an office and place of business at 174 avenue De France, 75013 - PARIS, France.

3. Nature of conveyance:

Merger
Date of execution: June 25, 1999
Powers of Attorney/
Appointments of Domestic Representative (100)

4. Trademark Application/Registration Numbers:

(See attached Schedules A and B)

01/06/2000 DMGUYEN 00000064 75247391

01 FC:481
02 FC:482

56589 v 1

40.00 OP
2475.00 OP

5. Please address all correspondence in this matter to:

Mark I. Peroff
Trademark & Patent Counselors of America, P.C.
915 Broadway - 19th Floor
New York, New York 10010
(212) 387-0247

6. Total number of applications and registrations involved: 100

7. Total fee enclosed: \$2,515.00

8. Also enclosed is a Certificate of Express Mail, label number EL 044843138 US, and an acknowledgment postcard.

9. 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.

Sincerely,


s. Mathew Lombard

GML:bc
Enclosures

Total number of pages comprising cover sheet: 2

SCHEDULE A

<u>Trademark</u>	<u>Application Ser. No.</u>	<u>Filing Date</u>
AMIODARONE (Misc. Design)	75/247391	February 25, 1997
ANAGRIOS	75/707541	May 13, 1999
ARIXTRA	75/651561	March 2, 1999
ATMA	75/419061	January 16, 1998
AVALIDE	75/375830	October 20, 1997
BIO-TECHS [a]/Y (Stylized)	75/602243	December 9, 1998
CHRONO	75/262876	March 24, 1997
DEPAKON	75/251989	March 5, 1997
ELOXATINE	75/652806	March 3, 1999
FASTURTEC	75/706575	May 14, 1999
FLECHE DESSOUS (Misc. Design)	75/420797	January 19, 1998
LIFE SYMBOL and Design	75/111537	May 29, 1996
LIGNE, COEUR (Misc Design)	74/699248	July 10, 1995
NUVIX	75/597640	December 1, 1998
OLOXATIN	75/656454	March 9, 1999
ORYALOÏN	75/524251	July 23, 1998
PACETIN	74/725100	September 5, 1995
PHYTOFACTOR	75/428619	February 4, 1998
PICOVIR	75/597699	December 1, 1998
PLAVIX and Design	75/438881	February 23, 1998
PLAVIX and Design	75/443638	March 3, 1998
QUALIOP	75/560835	September 28, 1998
QUENAXA	75/460022	April 1, 1998
STIMULOGIC	75/544940	August 28, 1998
VIACTOR	75/673821	April 5, 1999
VIRNAX	75/597698	December 1, 1998
XELUS	75/354490	September 10, 1997
XYDURIC	75/706822	May 14, 1999
ZAMITONE	75/169620	September 20, 1996
ZYRKAMINE	75/169662	September 20, 1996

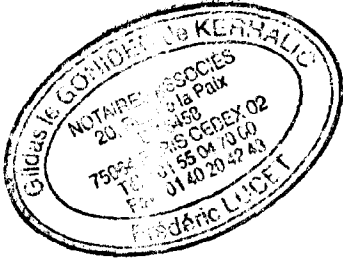
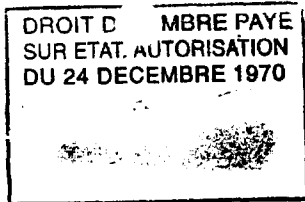
SCHEDULE B

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
ABELIA	2,036,771	February 11, 1997
ABROVEL	2,161,549	June 2, 1998
AIXFIVE	2,192,321	September 29, 1998
ANDISSA	2,127,231	January 6, 1998
ANTAXA	2,189,400	September 15, 1998
APLAVIX	2,164,078	June 9, 1998
APREVEL	2,125,556	December 30, 1997
APRONEL	2,125,525	December 30, 1997
APROVEL	2,078,771	July 15, 1997
APROZIDE	2,135,229	February 10, 1998
AVAPRO	2,005,791	October 8, 1996
AVAPRO and Design	2,190,958	September 22, 1998
AVAPRO and Design	2,238,375	April 13, 1999
BESAVAR	2,103,040	October 7, 1997
CALCIPARINE	1,230,789	March 15, 1983
CAPRIAX	1,950,589	January 23, 1996
CARDEMIAT	2,225,808	February 23, 1999
CHOAY	1,145,547	January 6, 1981
CORDARONE	1,265,509	January 31, 1984
COREMIAT	2,225,807	February 23, 1999
DEPAKENE	887,024	March 3, 1970
DEPAKINE	2,197,304	October 20, 1998
DEPAKOTE	1,377,834	January 14, 1986
DEPAKOTE	2,197,507	October 20, 1998
EMIAT	2,224,236	February 16, 1999
FRAXINOX	1,838,539	June 7, 1994
FRAXIPARINE (Stylized)	1,824,864	March 8, 1994
FRAXIPEN	2,225,709	February 23, 1999
GRELIXAN	2,252,482	June 15, 1999
ILOXATIN	2,256,781	June 29, 1999
IPROVEL	2,152,037	April 21, 1998
ISCOVER	2,005,471	October 8, 1996
IZATIC	2,089,145	August 19, 1997
IZATIEM	2,071,371	June 17, 1997
KARVEZIDE	2,038,652	February 18, 1997
KIP.OK	2,238,046	April 13, 1999
LACTACYD	2,172,651	July 14, 1998

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
LARGON	708,336	December 13, 1960
LIPOFACTOR	2,258,795	July 6, 1999
LOHPAXIN	2,225,800	February 23, 1999
NEGGRAM (Stylized)	764,565	February 11, 1964
OSTIPRO	1,954,340	February 6, 1996
PLAKID	2,233,240	March 23, 1999
PLAVIX	2,042,583	March 11, 1997
PLAVIX AT	2,172,846	July 14, 1998
PLAVIXAT	2,172,847	July 14, 1998
PLAVIXE	2,071,607	June 17, 1997
PLAVVIX	2,172,784	July 14, 1998
PROKAZIDE	2,113,786	November 18, 1997
PULMOLL (Stylized)	1,197,649	June 15, 1982
QAARIC	2,047,353	March 25, 1997
QAARTIC	2,145,632	March 24, 1998
SANOFI	2,129,809	January 20, 1998
SANOFI and Design	2,113,500	November 18, 1997
SARBEN	2,027,171	December 31, 1996
SKELID	1,898,524	June 13, 1995
TANDEM	2,256,506	June 29, 1999
TICLID	1,082,222	January 17, 1978
TICLODIX	2,225,759	February 23, 1999
TICLODONE	2,225,758	February 23, 1999
TIPROKAR	2,087,325	August 12, 1997
TIXONE	2,128,131	January 13, 1998
TRADELIA	2,036,772	February 11, 1997
TRANXENE (Stylized)	901,420	October 27, 1970
URICOLYS	2,172,743	July 14, 1998
VASKEON	1,998,131	September 3, 1996
WINTOMYLON	776,503	September 8, 1964
ZARATIC	2,123,089	December 23, 1997
ZEODACT	2,085,787	August 5, 1997
ZEOXATIN	2,255,204	June 22, 1999

* * * * *
* * * *

25 JUN 1999
APPORT-FUSION
Par SANOFI
à SANOFI-SYNTHELABO
1072169 / 993044



IL APPERT :

D) D'un acte sous signatures privées, en date à PARIS du 9 avril 1999, enregistré, dont l'un des originaux a été déposé, avec reconnaissance d'écriture et de signatures, au rang des minutes du Notaire soussigné, le 25 JUN 1999,

Que la Société **SANOFI**, Société Anonyme cotée au Premier Marché et Règlement Mensuel de la SBF-Bourse de Paris, aux marchés officiels de la Bourse Belge et de la Bourse Suisse électronique de Zurich, au capital de 2.798.861.800 Francs, ayant son siège social à PARIS (13ème), 174, avenue de France, identifiée au SIREN sous le numéro 732059332 RCS PARIS.

A fait apport à titre de fusion, à La société dénommée **SANOFI-SYNTHELABO**, Société Anonyme au capital actuel de 1.461.174.016 Euros, ayant son siège à PARIS (13ème), 174, avenue de France, identifiée au SIREN sous le numéro 395030844 RCS PARIS.

De tous les biens et droits, généralement quelconques, constituant l'actif de la Société SANOFI, tels qu'ils existaient à la date de réalisation définitive de la fusion, à savoir le 18 mai 1999.

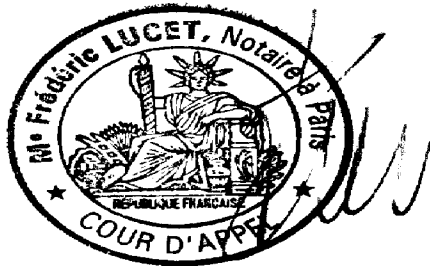
Le transfert de propriété et l'entrée en jouissance ont été fixés au jour de la réalisation définitive de la fusion, et de convention expresse, il a été stipulé que la Société absorbante aurait les profits et les charges desdits biens et droits à compter rétroactivement du 1er janvier 1999 inclusivement.

II) Que cet APPORT-FUSION est devenu définitif, ainsi qu'il résulte des pièces et procès-verbaux d'Assemblées déposées au rang des minutes du Notaire soussigné, aux termes du même acte du 25 JUN 1999, et notamment :

* La copie certifiée conforme du procès-verbal de délibération de l'Assemblée Générale Mixte Ordinaire et Extraordinaire de la Société Absorbée du 18 MAI 1999, enregistré, approuvant l'apport.

* La copie certifiée conforme du procès-verbal de délibération de l'Assemblée Générale Mixte de la Société Absorbante du 18 MAI 1999, enregistré, approuvant l'apport.

POUR EXTRAIT ANALYTIQUE, sur DEUX PAGES, exactement collationné, sans renvoi ni mot nul.



TRANSLATED FROM THE FRENCH

no 908107

June 25, 1999

CONTRIBUTION-MERGER

By SANOFI

To SANOFI-SYNTHÉLABO

1072169 / 993044

[STAMP OF

THE GILDAS LE GONIDEC DE

KERHALIC, FRÉDÉRIC LUCET

NOTARIAL OFFICE]

OFFICIAL TRANSLATOR

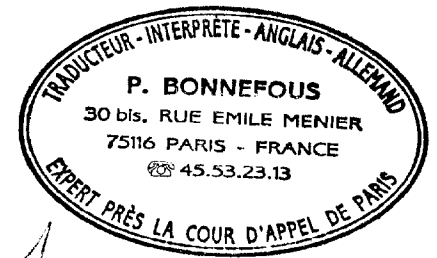
P. BONNEFOUS

30 bis, rue Émile Menier - 75116 PARIS

Tél. : 01 45 53 23 13

APPOINTED BY THE PARIS COURT OF APPEAL

STAMP FEES PAID ON
DOCUMENT. DECEMBER
24, 1970 AUTHORIZATION.



TRADUTEC

30 bis, rue Émile Menier - 75116 PARIS

Téléphone : 01 45 53 23 13

Télécopieur : 01 45 53 34 19

IT IS SHOWN:

I) By a private contract dated in Paris, France, on April 9, 1999, recorded, one of the originals of which was filed, with acknowledgement of entry and signatures, in the Archives of the undersigned notary on June 25, 1999,

That the company SANOFI, a joint-stock company quoted on the First Market and the Monthly Settlement Market of the SBF-Bourse de Paris, on the official markets of the Belgian stock market and on the Swiss Electronic Stock Market in Zurich,

with FRF2,798,861,800 corporate capital and Head Offices at 174, avenue de France in the Thirteenth *Arrondissement* of Paris, France, identified with the S. I. R. E. N. under N° 732059332, Paris Corporate Registry.

Contributed, through merger, to the company SANOFI-SYNTHÉLABO, joint-stock company with FRF1,461,174,016 corporate capital presently and with Head Offices at 174, avenue de France in the Thirteenth *Arrondissement* of Paris, France, identified with the S. I. R. E. N. under N° 395030844, Paris Corporate Registry.

All of the goods and rights generally whatsoever constituting the assets of the company SANOFI, as they existed on the definitive day of the achievement of the merger, i.e., May 18, 1999.

The transfer of ownership and assuming of possession have been set as being on the day of definitive achievement of the mer-

initials

TRADEMARK

REEL: 002001 FRAME: 0369

ger and, by explicit agreement, it was stipulated that the acquiring company would have the benefits and charges of said goods and rights retroactive as from January 1, 1999, inclusive.

II) That said CONTRIBUTION-MERGER became final, as is shown by the documents and minutes concerning meetings filed in the originals section of the undersigned notary, under the terms of the aforementioned June 25, 1999 document, in particular:

* The certified true & accurate copy of the minutes of the decision made by the May 18, 1999 Joint Ordinary and Extraordinary Meeting of the Stockholders of the acquired company, recorded, approving the contribution,

* The certified true & accurate copy of the minutes of the decision made by the May 18, 1999 Joint Ordinary and Extraordinary Meeting of the Stockholders of the acquiring company, recorded, approving the contribution,

ANALYTIC EXCERPT, on **TWO PAGES**, exactly compared, with neither added notes nor deleted words.

*(SEAL OF GILDAS
LE GONIDEC DE KERHALIC,
NOTARY ASSOCIATE IN PARIS,
COURT OF APPEALS)*

signature



ATTESTATION

Je, soussigné,
I the Undersigned,

Gildas LE GONIDEC de KERHALIC

Notaire à
Notary in *Paris*

certifie et atteste que,
certify and attest that,

**SANOFI, Société anonyme de droit français,
SANOFI, a french Societe anonyme,**

a changé son adresse en :
has changed its address into :
le 1er Septembre 1998
on September 1st, 1998

**174 avenue de France
75013 PARIS**

Gildas LE GONIDEC de KERHALIC