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TRADEMARK & PATENT COUNSELORS OF AMERICA, P.C.

COMPRISING THE LAW OFFICE OF M.

05-10-2000

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April 24, 2000

Of counsel:
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RECORDATION FORM COVER SHEET - TRADEMARKS

EL4280608004

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

Attn: BOX ASSIGNMENT

Express Mail® mailing label number _____

Date of Deposit 4-24-00

I hereby certify that this paper or fee is being deposited with the United 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

Julie Simmons
Julie Simmons
(Signature of person mailing paper or fee)

Re: Recordal of Assignment of Trademarks
Assignor: Sequus Pharmaceuticals, Inc.
Assignee: ALZA Corporation
Trademarks: AMPHOTEC (Reg. No. 2,057,655)
STEALTH (Reg. No. 1,532,606)
DOX-SL (Reg. No. 1,912,187)
DOXIL (Reg. No. 1,744,235)
Our Ref.: 103.0800

Sir:

Please record the attached original documents or copies thereof:

1. Name of conveying party(ies):

SEQUUS Pharmaceuticals, Inc., a corporation organized and existing under the laws of the State of Delaware.

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

ALZA Corporation, a corporation organized and existing under the laws of the State of Delaware, located and doing business at 1900 Charleston Road, Mountain View, California 94039-7210.

05/08/2000 DMUYEN 00000605 201439 2057655

01 FC:481 40.00 CH
02 FC:482 75.00 CH

61454 v 1



3. Nature of conveyance:

Merger

Date of execution: March 17, 2000

4. Trademark Application/Registration Number:

SEE ATTACHED SCHEDULE

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 registrations involved: 4

7. Authorization to charge \$115.00 fee to Deposit Account Number 20-1439.

8. Also enclosed is a Certificate of Express Mail, label number EL 0428060773 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,

Mark I. Peroff

MIP:eb

Enclosures

Total number of pages comprising cover sheet: 2



S C H E D U L E

<u>Trademark</u>	<u>Registration No.</u>	<u>Date of Reg.</u>
AMPHOTEC	2,057,655	April 29, 1997
STEALTH	1,532,606	April 4, 1989
DOXIL	1,744,235	January 5, 1993
DOX-SL	1,912,187	August 15, 1995

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* * * *



Office of the Secretary of State

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 OWNERSHIP, WHICH MERGES:

"SEQUUS PHARMACEUTICALS, INC.", A DELAWARE CORPORATION, WITH AND INTO "ALZA CORPORATION" UNDER THE NAME OF "ALZA CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF MARCH, A.D. 2000, AT 10:45 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0323102
DATE: 03-17-00

TRADEMARK
REEL: 002069 FRAME: 0537



**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
SEQUUS PHARMACEUTICALS, INC.
INTO
ALZA CORPORATION**

(Pursuant to Section 253 of the General
Corporation Law of Delaware)

ALZA Corporation, a Delaware corporation (the "Corporation"), does hereby certify:

FIRST: That the Corporation is incorporated pursuant to the General Corporation Law of the State of Delaware.

SECOND: That the Corporation owns all of the outstanding shares of each class of capital stock of SEQUUS Pharmaceuticals, Inc., a Delaware corporation.

THIRD: That the Corporation, by the following resolutions of its Board of Directors, duly adopted on the 8th day of February, 2000, determined to merge into itself SEQUUS Pharmaceuticals, Inc. on the conditions set forth in such resolutions:

RESOLVED: That ALZA Corporation (the "Company") merge into itself its wholly owned subsidiary, SEQUUS Pharmaceuticals, Inc. and assume all of said subsidiary's liabilities and obligations;

FURTHER RESOLVED: That the officers of this Company be, and they hereby are, directed to make, execute and acknowledge a certificate of ownership and merger setting forth a copy of the resolutions to merge said SEQUUS Pharmaceuticals, Inc. into the Company and to assume all of said subsidiary's liabilities and obligations and the date of adoption thereof and to file the same in the office of the Secretary of State of Delaware; and

FURTHER RESOLVED: That the officers of the Company be, and each of them hereby is, authorized, empowered and directed to do or cause to be done all such acts or things and to sign and deliver, or cause to be signed and delivered, all such other documents, instruments and certificates, in the name and on behalf of the Company or otherwise, as any such officer may deem necessary, advisable or appropriate to effect the performance and consummation of the foregoing resolutions.

IN WITNESS WHEREOF said ALZA Corporation has caused this certificate to be executed in its corporate name this 17th day of March, 2000.



ALZA Corporation

By: *Peter D. Staple*

Peter D. Staple

Title: *Executive Vice President*