

Form PTO-1594
1-31-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Docket No.

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

CARDERM CAPITAL L.P.

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 22, 2000

2 Name and address of receiving party(ies):

Name: TWFC, INC.
C/O CODAN SERVICES LTD.
CLARENDON HOUSE
Internal Address: P.O. BOX HM 666
Street Address 2 CHURCH STREET
City: HAMILTON Ctry: Bermuda
HMCX

- Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,246,194
1,444,842

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Margaret H. Bitler
Internal Address: Aventis Pharmaceuticals Inc.

Street Address: Route #202-206 N / P.O. Box 6800

City: Bridgewater State: NJ Zip: 08807

6. Total number of applications and registrations involved..... 2

7. Total fee (37 CFR 3.41):..... \$ 80.00

- Enclosed
 Authorized to be charged to deposit account 13-2764

8. Deposit Account number:

13-2764

DO NOT USE THIS SPACE

9. Statement of 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.

Margaret H. Bitler

Name of Person Signing

Margaret H. Bitler

Signature

12-20-2000

Date

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

I hereby certify that this correspondence is being transmitted via facsimile to the Commissioner of Patents, Washington, D.C. 20231, Patent and Trademark Assignment System, at (703) 306-5995, on Date

December 20, 2000

Signature Janet Shephard

700003343

TRADEMARK
REEL: 002164 FRAME: 0240

EXHIBIT D

ASSIGNMENT OF TRADEMARKS

RECITALS

1. CARDERM CAPITAL L.P., a Delaware limited partnership (hereinafter referred to as "Assignor"), is the owner in the United States of America of the trademark "CARDIZEM" (the "Trademark"), and is the owner of certain registrations in the United States Patent and Trademark Office of the Trademark, as identified on Appendix I attached hereto; and

2. TWFC, Inc., a Delaware corporation (hereinafter referred to as "Assignee"), is desirous of acquiring from Assignor said Trademark and the registrations thereof and that part of the goodwill of the business connected with the use of and symbolized by said Trademark;

ASSIGNMENT

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor by these presents does hereby sell, assign and transfer unto Assignee, its successors and assigns, the entire right, title and interest of Assignor in and to the said Trademarks in the United States of America, its territories and its possessions, and the registrations of the Trademark listed in Appendix I, together with that part of the goodwill of the business connected with the use of and symbolized by said Trademarks.

Nothing contained herein shall be construed to vest in Assignee any right, title or interest in or to the Trademark or in any registrations of the Trademark outside of the United States of America, its territories and its possessions.

Assignor agrees that upon request it will, without charge to Assignee, execute or arrange for execution such further assignment document or documents as may be required, if any, from Assignor and its predecessors or predecessors in title to permit Assignee to obtain recording of the assignment to Assignee of said listed trademark registrations.

IN WITNESS WHEREOF, Assignor and Assignee have caused this assignment to be
ted this ~~22~~ day of November, 2000.

ASSIGNEE:

Carderm Capital L.P.

By: Marion Merrell (Europe) A.G.,
General Partner

By: Stepan Petri
Name: STEPAN PETRI
Title: AUTHORIZED REPRESENTATIVE

ASSIGNEE:

TWFC, Inc.

By: Edward H. Stratenizer
Name: EDWARD H. STRATENIZER
Title: Vice President

APPENDIX I

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>CLASS</u>
CARDIZEM	1,246,194	July 26, 1983	U.S.Cl. 18 (Int. Cl. 5)
CARDIZEM	1,444,842	June 30, 1987	U.S.Cl. 18 (Int. Cl. 5)