

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.

<p>1. Name of conveying party(ies):          CARDERM CAPITAL L.P.</p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input checked="" type="checkbox"/> Limited Partnership  <input type="checkbox"/> Corporation-State  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached?      <input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No</p>	<p>2 Name and address of receiving party(ies):</p> <p>Name: <u>TWFC, INC.</u>  <u>C/O CODAN SERVICES LTD.</u>  <u>CLARENDON HOUSE</u>          Internal Address: <u>P.O. BOX HM 666</u>          Street Address <u>2 CHURCH STREET</u>          City: <u>HAMILTON</u>      Ctry: <u>Bermuda</u>  <u>HMCX</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u>  <input type="checkbox"/> Other _____</p>
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3. Nature of conveyance:

Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Date: November 22, 2000

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

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark registration No.(s)</p> <p>1,248,194          1,444,842</p>
Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Margaret H. Bitler</u>          Internal Address: <u>Aventis Pharmaceuticals Inc.</u>          Street Address: <u>Route #202-206 N / P.O. Box 6800</u>          City: <u>Bridgewater</u>      State: <u>NJ</u>      Zip: <u>08807</u></p>	<p>6. Total number of applications and registrations involved..... <u>2</u></p> <p>7. Total fee (37 CFR 3.41):..... <u>\$ 80.00</u></p> <p><input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account 13-2764</p> <p>8. Deposit Account number:  <u>13-2764</u></p>
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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      Margaret H. Bitler      12-20-2000  
 Name of Person Signing      Signature      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

Date December 20, 2000  
 Signature Danet Shepherd

**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)