

01-30-2001



SHEET

101598900

1-16-01

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

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

Advanced Polymer Systems, Inc.

Name: R.P. Scherer South, Inc.
Street Address: 645 Martinsville Road
Suite 200
City: Basking Ridge State: N.J. Zip: 07920

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

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

If assignee is not domiciled in the United States, a domestic representative designation is attached:

Yes No

(Designation must be a separate document from Assignment)

Execution Date: June 22, 2000

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

A. Trademark Application No(s).

- 75/261,208 - AHA MICRO
- 76/008,565 - HYDROSPONGE
- 75/444,677 - MICROBALANCE
- 75/444,492 - MICROPLEX
- 75/467,417 - MICRORELEASE
- 75/444,783 - MICROSORB
- 75/113,594 - RETINOL - MICRO
- 75/444,680 - RETINOL - MICRO
- 75/292,392 - VITAMIN K - MICRO

B. Trademark Registration No(s):

- 1,788,744 - EVERY STEP
- 2,294,342 - EXACT & DESIGN
- 1,971,569 - EXACT DESIGN
- 1,505,477 - MELANOSPONGE
- 1,481,218 - MICROSPONGE
- 1,211,149 - POLYTRAP

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

Donald O. Nickey, Assistant General Counsel - Intellectual Property
Cardinal Health, Inc.
7000 Cardinal Place
Dublin, Ohio 43017

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41) \$ 600.00

Authorized to be charged to Deposit Account

8. Deposit Account Number: 50-0256
(Attach duplicate copy of this page if paying by deposit account)

9. 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.

Donald O. Nickey
Name of Person Signing

Donald O. Nickey
Signature

Jan 11, 2001
Date

Total number of pages including cover sheet, attachments, and documents: 13

Mail documents to be recorded with required cover sheet information to:

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

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TRADEMARK ASSIGNMENT


WHEREAS, ADVANCED POLYMER SYSTEMS, INC., a Delaware corporation ("APS"), and R.P. SCHERER SOUTH, INC., a Delaware corporation ("RPS") have entered into an Asset Purchase Agreement dated June 22, 2000 (the "APA"), pursuant to which RPS will purchase, among other things, certain patents and trademarks to the Transferred Business (as defined in the APA);

WHEREAS, APS has adopted, used and is using or has intent to use the marks which are registered or pending registration and which are listed in the attached Schedule "A", entitled: TRADEMARKS ASSIGNED TO R.P. SCHERER SOUTH, INC. BY ADVANCED POLYMER SYSTEMS, INC.; and

WHEREAS, RPS is desirous of acquiring said marks and the registrations thereof;

NOW, THEREFORE, pursuant to the APA and for good and valuable consideration, receipt of which is hereby acknowledged, said APS does hereby assign unto the said RPS all right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks and the attached identified registrations thereof.

ADVANCED POLYMERS SYSTEMS, INC.

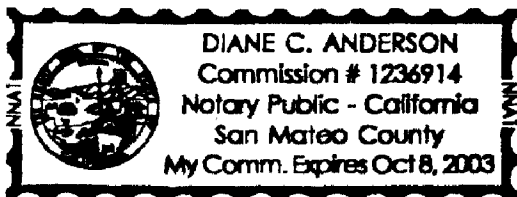
By: 
Michael O'Connell
Executive Vice President and CFO

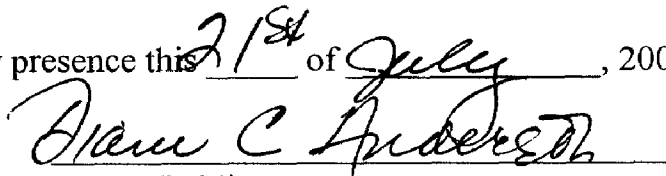
State of California,

County of San Mateo, ss:

Before me personally appeared Michael O'Connell, to me known to be the same person described in and who executed the foregoing instrument, and acknowledged that he executed the same, of his own free will and for the purposes set forth.

Sworn to before me and subscribed in my presence this 21st of July, 2000.




Notary Public

RTP #27584 v

TRADEMARK
REEL: 002223 FRAME: 0664

SCHEDULE 'A'
TRADEMARKS ASSIGNED TO R.P. SCHERER SOUTH, INC. BY
ADVANCED POLYMER SYSTEMS, INC.

MARK	COUNTRY	STATUS	REGISTRATION NO.	INT'L CLASS	ISSUE DATE	GOODS
AHA-MICRO	United States	Filed	Appl. No. 75261208	03	Filing Date: 03/21/97	"Skin and hair care products, namely, hair conditioners and shampoos, skin toners, skin cleansers and moisturizers; and ingredients sold as..."
APS	South Korea	Registered	208584	24	01/23/91	"Macroporous polymer resin beads"
MICROSPONGE	Japan	Registered	2127032	01	03/27/89	"Macroporous polymer beads"
CHRONOSPONGE	Liechtenstein	Registered	7068	01,03,05	08/20/86	"Macroporous polymer beads"
CHRONOSPONGE	Switzerland	Registered	348604	17	08/06/86	"Macroporous polymer beads"
COMMAND RELEASE	Japan	Registered	2385401	34	02/28/92	"Polymer resin beads and all other goods in this class."
COMMAND RELEASE	Switzerland	Registered	358467	01,03,05	10/28/87	"Polymer resin beads used in the manufacture of cosmetics, skin care products, pharmaceuticals, household and industrial products..."
EVERY BLEMISH	France	Registered	92425673	03,05	07/06/92	"Cosmetic preparations for the skin, face, and hair. Medication preparations for the skin, face and hair"
EVERY BLEMISH	Germany (unified)	Registered	2047348	03,05	10/19/93	"Skin care preparations and medicated skin preparations"
EVERY FACE	France	Registered	92425674	03,05	07/06/92	"Cosmetic preparations for the skin, face, and hair. Medication preparations for the skin, face and hair"
EVERY FLAKE	France	Registered	92425676	03,05	07/06/92	"Skin care preparations and hair care preparations"
EVERY FLAKE	Germany (unified)	Registered	2050961	03	12/02/93	"Non-medical prescriptions"
EVERY FLAKE	Germany	Registered	2034057	05	04/06/93	"Medical skin and nail preparations"

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MARK	COUNTRY	STATUS	REGISTRATION NO.	INT'L CLASS	ISSUE DATE	GOODS
	(unified)					
EVERY HAIR	France	Registered	92425672	03,05	07/06/92	"Cosmetic preparations for the skin, face, and hair. Medicated preparations for the skin, face and hair"
EVERY ITCH	France	Registered	92425675	03,05	07/06/92	"Cosmetic preparations for the skin, face, and hair. Medicated preparations for the skin, face and hair"
EVERY ITCH	Germany (unified)	Registered	2060181	03	03/21/94	"Cosmetics skin care preparations and cosmetic hair care preparations"
EVERY STEP	Japan	Registered	7137483	05	04/25/96	"Pharmaceutical preparations"
EVERY STEP	United States	Registered	1788744	05	08/17/93	"Bacteriostats and deodorants for feet and footwear"
EXACT	Australia	Registered	611357	05	09/10/93	"Acne medication preparations"
EXACT	Canada	Filed	Appl. No. 707605	01	Filing Date: 06/22/92	"Acne medication preparations"
EXACT & DESIGN	United States	Registered	2294342	05	11/23/99	"Pharmaceutical preparations for the treatment of acne"
EXACT DESIGN	Argentina	Registered	1560630	05	05/31/95	"Acne medication preparations"
EXACT DESIGN	Benelux	Registered	519670	05	09/25/92	"Acne medication preparations"
EXACT DESIGN	Brazil	Registered	817003029	05,20	06/07/94	"Acne medication preparations"
EXACT DESIGN	Canada	Allowed	Appl. No. 713596	01		"Pharmaceutical preparations for the treatment of acne"
EXACT DESIGN	Denmark	Registered	8911993	05	01/29/93	"Acne medication preparations"
EXACT DESIGN	France	Registered	92440098	05	11/02/92	"Acne medication preparations"
EXACT DESIGN	Germany (unified)	Registered	2913976	05	06/30/98	"Active topical preparations against acne"
EXACT DESIGN	Greece	Registered	110918	05	02/17/95	"Acne medicated preparations"

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EXACT DESIGN	Ireland	Renewed	150211	05	09/12/94	"Acne medication preparations"
EXACT DESIGN	Israel	Hold	Appl. No. 104627	05	Filing Date: 04/06/96	"Pharmaceutical preparations and substances for acne medication"
EXACT DESIGN	Japan	Registered	3051542	05	06/30/95	"Acne medication preparation, other medication preparations"
EXACT DESIGN	Paraguay	Registered	194650	05	07/09/97	"Pharmaceutical preparations and substances for acne medication"
EXACT DESIGN	Spain	Registered	1723961	05	07/05/95	"Acne medication preparations"
EXACT DESIGN	Taiwan	Registered	607492	01	08/16/93	"Acne medication preparations"
EXACT DESIGN	United Kingdom	Renewed	81514069	05	09/26/92	"Pharmaceutical preparations"
EXACT DESIGN	United States	Registered	1971569	05	04/30/96	"Acne medication preparations"
EXACT DESIGN	Uruguay	Filed	Appl. No. 286161	05	Filing Date: 03/15/96	"Pharmaceutical preparations and substances for acne medication"
EXACT DESIGN	Venezuela	Filed	Appl. No. 2137092	05	Filing Date: 09/29/92	"Acne medication preparations in the class"
HYDROSPONGE	United States	Filed	Appl. No. 76008565	01	Filing Date: 03/23/00	"Polymer resin beads used in the manufacture of personal care products"
MELANOSPONGE	Australia	Renewed	A475090	01	10/21/94	"Polymer beads, including polymer resin beads used in the manufacture of skin

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MARK	COUNTRY	STATUS	REGISTRATION NO.	INT'L CLASS	ISSUE DATE	GOODS
						protective products for controlled release of ingredients and..."
MELANOSPONGE	Austria	Registered	144764	01	12/10/92	"Polymer resin based used in the manufacture of skin protective products for controlled release of ingredients and agents"
MELANOSPONGE	Benelux	Registered	517532	01	08/26/92	"Polymer resin beads used in the manufacture of skin protective products for controlled release of ingredients and agents"
MELANOSPONGE	Denmark	Registered	108141992	01	11/20/92	"Polymer resin beads used in the manufacture of agents for controlled release of ingredients and agents"
MELANOSPONGE	France	Renewed	1436/68	01	11/19/87	"Polymer resin beads used in the manufacture of skin protective products, controlled release of ingredients and agents"
MELANOSPONGE	Greece	Registered	110764	01	09/19/95	"Polymer resin beads used in the manufacture of skin protective products, controlled release of ingredients and agents"
MELANOSPONGE	Hong Kong	Registered	B1338290	01	11/16/84	"Polymer resin beads used in the manufacture of skin protective products for controlled release of ingredients and agents"
MELANOSPONGE	Ireland	Renewed	147838	01	06/27/94	"Polymer resin beads used in the manufacture of skin protective product for controlled release of ingredients and agents"

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MELANOSPONGE	Japan	Registered	2388849	34	03/31/92	"agents" "Polymer resin beads, and all other goods in class 34"			
MELANOSPONGE	Norway	Registered	163,214	01	06/16/94	"Chemical products for industrial and scientific purposes; chemical products for industrial purposes, namely polymer resin beads for use..."			
MELANOSPONGE	Sweden	Registered	246885	01	02/19/93	"Polymer resin beads used in the manufacture of skin protective products for controlled release of ingredients and agents"			
MARK	COUNTRY	STATUS	REGISTRATION NO.	INT'L CLASS	ISSUE DATE	GOODS			
MELANOSPONGE	Switzerland	Registered	360338	01,03	10/20/87	"Polymer resin beads used in the manufacture of skin protective products for controlled release of ingredients and agents"			
MELANOSPONGE	United Kingdom	Registered	1324862	01	10/23/87	"Polymer materials indicated in class 1 for use"			
MELANOSPONGE	United States	Registered	1505477	01	09/27/88	"Polymer resin beads used in the manufacture for controlled release of ingredients and agents"			
MELANOTRAP	Japan	Registered	2393735	34	03/31/92	"Polymer resin beads, and all other goods in class 34"			
MELANOTRAP	Switzerland	Registered	360339	01,03	10/20/97	"Polymer resin beads used in the manufacture of skin protective products for controlled release of ingredients and agents as far as..."			
MICROBALANCE	United States	Allowed	Appl. No. 75444677	03	Filing Date: 03/04/98	"Skin and hair care products, namely, hair conditioners and shampoos; skin toners, skin cleansers and skin moisturizers"			

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MICROPLEX	United States	Allowed	Appl No. 75444492	03	Filing Date: 03/04/98	"Skin and hair care products, namely hair conditioners and shampoos, skin toners, skin cleansers and skin moisturizers"
MICRORELEASE	Australia	Registered	775329	03	04/17/98	"Skin care products; cosmetics including face creams"
MICRORELEASE	Canada	Allowed	Appl. No. 893409		Filing Date: 10/14/98	"Wares: cosmetics, namely, face creams"
MICRORELEASE	CTM	Registered	952317	03	03/10/00	"Cosmetics; namely, face creams"
MARK	COUNTRY	STATUS	REGISTRATION NO.	INT'L CLASS	ISSUE DATE	GOODS
MICRORELEASE	Switzerland	Registered	460726	03	06/02/99	"Bleaching preparations and other substances for laundry use; cleaning, polishing, scouring and abrasive preparations; soaps..."
MICRORELEASE	United States	Allowed	Appl. No. 75467417	03	Filing Date: 04/17/98	"Cosmetics, namely face creams"
MICROSORB	United States	Allowed	Appl. No. 75444783	03	Filing Date: 03/04/98	"Skin and hair care products, namely hair conditioners and shampoos; skin toners, skin cleansers and skin moisturizers"
MICROSPONGE	Australia	Renewed	B451608	01	09/05/86	"Polymer resin beads in powder form used in the manufacture of cosmetics, toiletries, and..."
MICROSPONGE	Austria	Renewed	114843	03, 05	09/23/96	"Cosmetics and cleaning preparations" (class 3) and "Pharmaceuticals" (class 5)
MICROSPONGE	Benelux	Renewed	419748	01	08/05/86	"Macroporous polymer beads"
MICROSPONGE	Denmark	Registered	VR05587199	01	10/04/96	"Chemical products in the form of polymer

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MICROSPONGE	Finland	Renewed	101882	01	07/05/88	materials used in the manufacture of cosmetics, skin care products, pharmaceuticals, house..."
MICROSPONGE	France	Registered	1370159	01	08/14/96	"Macroporous polymer beads"
MICROSPONGE	Germany (united)	Renewed	1123421	01,17	08/20/80	"Plastics in raw or semifinished state; namely macroporous polymer beads"
MICROSPONGE	Greece	Registered	129950	01,05	07/17/98	"Polymer materials used in the manufacture of cosmetics, skin care products, pharmaceuticals, household products, industrial products..."
MICROSPONGE	Hong Kong	Registered	852890	01	12/11/86	"Macroporous polymer beads"
MARK	COUNTRY	STATUS	REGISTRATION NO.	INT'L CLASS	ISSUE DATE	GOODS
MICROSPONGE	Israel	Published	105907	01	12/04/97	"Polymer materials used in the manufacture of cosmetics, skin care products, pharmaceuticals, household products, industrial products"
MICROSPONGE	Italy	Registered	501763	01	08/14/86	"Macroporous polymer beads"
MICROSPONGE	Japan	Registered	2127031	01	03/27/89	"Polymer resin beads in the manufacture of skin protective product for controlled release of ingredients and agents"
MICROSPONGE	Liechtenstein	Registered	7066	01,05	08/20/86	"Polymer materials used in the manufacture of cosmetics, skin care products, pharmaceuticals, household products, industrial products"
MICROSPONGE	Portugal	Registered	236767	01	01/10/92	"Acne medication preparations"
MICROSPONGE	Sweden	Renewed	205754	01	05/15/87	"Macroporous polymer beads"

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MARK	COUNTRY	STATUS	REGISTRATION NO.	INT'L CLASS	ISSUE DATE	GOODS
MICROSPONGE	Switzerland	Registered	348605	17	08/06/86	"Macroporous polymer beads"
MICROSPONGE	Turkey	Registered	149552	01	11/23/93	"Water purity test chemicals and polymer resin beads used in the manufacture of cosmetics, skin care preparations, pharmaceuticals..."
MICROSPONGE	United Kingdom	Renewed	B1273844	05	08/06/87	"Pharmaceuticals and veterinary preparations and substance, all incorporating porous polymers"
MICROSPONGE	United Kingdom	Renewed	B1273843	01	08/06/87	"Chemical products, all being porous for use in industry"
MICROSPONGE	United States	Registered	1481218	01	03/22/88	"Macroporous polymer beads used in the manufacture of cosmetics and toiletries"
MICROSPONGE/ MICROSPONJA	Mexico	Filed	612130	01	05/31/99	"Polymer materials used in the manufacture of cosmetics, skin care products, pharmaceuticals, household products, industrial products"
POLYTRAP	Australia	Renewed	A375235	01	05/07//82	"Chemicals and chemical products in this class inclusive of polymer used for entrapping solid and/or liquid materials"
POLYTRAP	Canada	Registered	284921	01	11/10/83	"Polymer used for the entrapping of solid or liquid materials"
POLYTRAP	Denmark	Registered	014031986	01	06/13/86	"Chemical products for industrial use, namely polymer used for entrapping solid and/or liquid materials"
POLYTRAP	France	Renewed	1210886	01	11/26/82	"Chemicals namely, polymer used for entrapping solid and/or liquid materials"

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POLYTRAP	Germany (unified)	Registered	1054970	01	08/07/82	"Chemicals namely, polymer used for entrapping solid and/or liquid materials"
POLYTRAP	Italy	Registered	408599	01	03/03/86	"Chemicals, namely, polymer used for entrapping solid and/or liquid materials"
POLYTRAP	Japan	Registered	1752867	01	03/25/85	"Chemicals (excluding those belonging to any other class), medicines and drugs, medical accessories"
POLYTRAP	Switzerland	Registered	318568	01	05/05/82	"Chemicals namely, polymer used for entrapping solid and/or liquid materials"
POLYTRAP	United Kingdom	Registered	B1174500	01	05/06/89	"Chemical products, being polymers for entrapping solid and/or liquid materials"
POLYTRAP	United States	Registered	1211149	01	10/05/82	"Chemicals, namely polymer used for entrapping solid and/or liquid materials"
POLYTRAP FLM	Canada	Registered	303665	01	06/14/85	"Chemicals, namely polymer used for entrapping solid and/or liquid materials"
MARK	COUNTRY	STATUS	REGISTRATION NO.	INT'L CLASS	ISSUE DATE	GOODS
POLYTRAP FLM	Denmark	Registered	015871986	01	07/04/86	"Chemicals namely polymer used for entrapping solid and/or liquid materials"
POLYTRAP FLM	Italy	Registered	491490	01	04/13/88	"Chemicals; namely, polymer used for entrapping solid and/or liquid materials"
POLYTRAP FLM	Switzerland	Registered	325569	01	05/20/83	"Chemicals namely polymer used for entrapping solid and/or liquid materials"
POLYTRAP FLM	United Kingdom	Renewed	B1196850	01	12/08/82	"Chemicals, namely polymer used for trapping solid and/or liquid materials"
POLYTRAP SMP	Canada	Renewed	298275	n/a	12/21/84	"Chemicals"
POLYTRAP SMP	Italy	Registered	491491	01	04/13/88	"Chemicals; namely, polymer used for entrapping solid and/or liquid materials"
POLYTRAP SMP	Japan	Renewed	1982992	01	09/21/87	"Chemicals, namely, polymer used for entrapping solid and/or liquid materials"

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POLYTRAP SMP	Switzerland	Registered	325570	01	05/20/83	"Chemicals namely polymer used for entrapping solid and/or liquid materials"			
POLYTRAP SMP	United Kingdom	Renewed	B1196851	01	12/13/82	"Chemicals, namely polymer used for trapping solid and/or liquid materials"			
POROSPONGE	Japan	Registered	2127033	01	12/23/88	"Macroporous polymer beads"			
POROSPONGE	Liechtenstein	Registered	7067	01	08/20/86	n/a			
POROSPONGE	Switzerland	Registered	348606	17	08/06/86	"Macroporous polymer beads"			
PROZONE	France	Renewed	1504730	01	12/22/88	"Polymer resin beads for use in manufacturing skin protective products"			
PROZONE	Italy	Registered	570125	01	05/12/92	"Polymer resin beads used in the manufacture of skin protection products"			
PROZONE	Japan	Registered	2506993	34	02/26/93	"Polymer resin beads, and all other goods in class 34"			
PROZONE	South Korea	Registered	182688	24	11/07/89	"Polymer resin beads for use in manufacturing skin protective products"			
MARK	COUNTRY	STATUS	REGISTRATION NO.	INT'L CLASS	ISSUE DATE	GOODS			
PROZONE	Switzerland	Registered	368782	01	12/15/88	"Polymer resin beads for use in manufacturing skin protective products"			
RETINOL-MICRO	Australia	Published	Appl. No. 771974	03	Filing Date: 09/02/98	"Skin and hair care products, namely hair conditioners and shampoos; skin toners, skin cleansers and skin moisturizers"			
RETINOL-MICRO	Canada	Allowed	Appl. No. 889383	n/a	Filing Date: 09/04/98	n/a			
RETINOL-MICRO	CTM	Registered	922393	03	12/21/99	"Skin and hair care products, namely hair conditioners and shampoos; skin toners, skin cleansers and skin moisturizers"			
RETINOL-MICRO	Switzerland	Registered	460168	03	05/04/99	"Bleaching preparations and other			

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MARK	COUNTRY	STATUS	REGISTRATION NO.	INT'L CLASS	ISSUE DATE	GOODS
RETINOL-MICRO	United States	Allowed	App: No. 75113594	03	Filing Date: 06/04/96	substances for laundry use; cleaning polishing; scouring and abrasive preparations; soaps..."
RETINOL-MICRO	United States	Allowed	Appl. No. 75444680	03	03/04/98	"Skin and hair care products, namely hair conditioners and shampoos; skin toners, skin cleansers and skin moisturizers"
VITAMIN-K MICRO	United States	Allowed	Appl. No. 75292392	03	Filing Date: 05/14/97	"Creams for cosmetic and pharmaceutical use"
ZERO RELEASE	Italy	Registered	570125	01	05/12/92	"Polymer resin beads used in the manufacture of skin protection products"
ZERO RELEASE	Japan	Registered	2398551	34	04/30/92	"Polymer resin beads used in the manufacture of skin protection product and all other goods in this class"
ZERO RELEASE	Switzerland	Registered	373035	01,03	06/06/89	"Polymer resin bead used in the manufacturing of skin protective products"