

Aventis Docket No. DOXIDAN

101618709

1-31-01

January 26, 2001

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

1. Name of conveying party(ies):

Hoechst Marion Roussel,  
Inc.

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

Additional name(s) of conveying party(ies) attached?  YES  NO

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

*Susan Chwat-Myers*  
Signature

Name: Aventis Pharmaceuticals Inc.

Internal Address:

Street Address: Route #202-206 / P.O. Box 6800  
City: Bridgewater State: NJ ZIP: 08807-0800

- 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) and address(es) attached?  YES  NO

3. Nature of Conveyance:

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

Execution Date: December 15, 1999

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

A. Trademark Application No.(s): 72/057,277

B. Trademark Registration No.(s): 0,693,417

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:  
Street Address: Aventis Pharmaceuticals Inc.  
Patent Department  
Route 202-206 / P.O. Box 6800  
Mail Code EMC-G1-914  
City: Bridgewater State: NJ ZIP: 08807-0800

Our Reference No.: DOXIDAN

6. Total number of applications and registrations involved: - 1 -

7. Total fee (37 CFR 3.41): \$40.00

Enclosed

Authorized to be charged to deposit account 13-2764

8. Deposit account number: 13-2764

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Susan Chwat-Myers

Name of Person Signing

*Susan Chwat-Myers*  
Signature

Date: January 26, 2001

Total number of pages comprising cover sheet: - 4 -

02/22/2001 AAHME01 00000106 132764 72057277

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Do not detach this portion

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

Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0561-0011), Washington, D.C. 20503.

TRADEMARK

REEL: 002239 FRAME: 0290

State of Delaware  
Office of the Secretary of State

PAGE 1

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 AMENDMENT OF "HOECHST MARION ROUSSEL, INC.", CHANGING ITS NAME FROM "HOECHST MARION ROUSSEL, INC." TO "AVENTIS PHARMACEUTICALS INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF DECEMBER, A.D. 1999, AT 11:30 O'CLOCK A.M.

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



Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

0613109 8100

001540630

AUTHENTICATION:

0143631  
DATE: TRADEMARK  
REEL: 002239 FRAME: 0291

**CERTIFICATE OF AMENDMENT TO  
RESTATED CERTIFICATE OF INCORPORATION OF  
HOECHST MARION ROUSSEL, INC.**

The undersigned, Gerald P. Belle, President and Chief Executive Officer, and Rebecca R. Tilden, Vice President-Secretary of Hoechst Marion Roussel, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Company"), on behalf of the Company, hereby certify as follows:

FIRST: That the Board of Directors of said Company, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Restated Certificate of Incorporation of Hoechst Marion Roussel, Inc. be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

- 1. The name of the corporation is:

**AVENTIS PHARMACEUTICALS INC.**

SECOND: That in lieu of a meeting and vote of shareholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

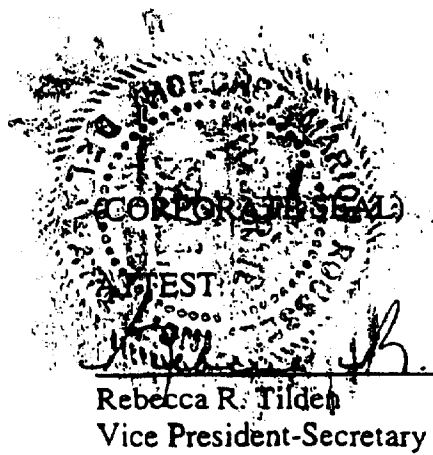
THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, we, Gerald P. Belle, President and Chief Executive Officer, and Rebecca R. Tilden, Vice President-Secretary of Hoechst Marion Roussel, Inc., have signed this Certificate under the corporate seal of the Company (thereby acknowledging, under penalties of perjury, that the foregoing instrument is their act and deed and that the facts stated therein are true) on the 13<sup>th</sup> day of December, 1999.

Hoechst Marion Roussel, Inc.



Gerald P. Belle  
President and Chief Executive Officer



HOECHST  
MARION ROUSSEL  
INCORPORATED  
DELAWARE  
REBECCA R. TILDEN  
Vice President-Secretary

**NOTARIAL TRUE COPY**

UNITED STATES OF AMERICA )  
STATE OF NEW JERSEY ) ss.  
COUNTY OF SOMERSET )

TO ALL TO WHOM THESE PRESENTS SHALL COME,

I Do Hereby Certify under the Oath of my Office and Seal that the annexed document(s) are TRUE COPIES of the original document(s) which I have compared.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Seal under the Oath of my Office

At Bridgewater, New Jersey, United States of America

this 26th day of January, 2001.

SEAL

  
Notary Public

Susan Chwat-Myers  
Notary Public of New Jersey  
My Commission Expires May 10, 2001  
I.D. # 2011418

Notary Signature

Print or Type Name  
of Notary, Expiration  
Date, if any, Title or  
Jurisdiction Area

Docket No. DOXIDAN

RECORDED: 01/31/2001

TRADEMARK  
REEL: 002239 FRAME: 0293