

03-01-2001



101622757

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

3/1/01

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year
07012000

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

03/01/2001 JJALLAH2 00000007 75638480

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
550.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Sarah Anne Keefe
Name of Person Signing


Signature

February 28, 2001
Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

1552463	0638717	1014552
0639954	1769087	0596271
0587330	1418913	2295839
2250228	1160590	2051603
2223200	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARK (this "Assignment"), dated as of the first day of July, 2000, is from GLAXO WELLCOME INC., a North Carolina corporation with an address of Five Moore Drive, Research Triangle Park, NC 27709 ("GW") to BW USA, INC., a Delaware corporation with an address of Five Moore Drive, Research Triangle Park, NC 27709 ("BWUSA").

RECITALS

WHEREAS, GW is the proprietor of the trademarks set forth on Schedule A attached hereto and incorporated herein and of the related United States trademark registrations and applications set forth on Schedule A (collectively, the "Trademarks"); and

WHEREAS, BWUSA desires to acquire the Trademarks and the goodwill of the business symbolized by the Trademarks from GW; and

WHEREAS, GW and BWUSA desire to confirm of record the assignment of the Trademarks and the goodwill of the business symbolized by the Trademarks to BWUSA;

NOW, THEREFORE, in consideration of the foregoing recitals (which are part of this Assignment), the mutual covenants and representations set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

1. GW hereby assigns to BWUSA all right, title and interest in and to the Trademarks, together with (i) the goodwill of the business symbolized by the Trademarks, and (ii) all causes of action, claims and demands and other rights for, or arising from, any infringement, including past infringements, of the Trademarks.
2. GW further agrees to cause to be performed such other lawful acts and to be executed such further assignments and other lawful documents as BWUSA may from time to time reasonably request to effect fully this Assignment and permit BWUSA to be duly recorded as the registered owner of the rights hereby conveyed.
3. Subject to the terms and conditions hereof, BWUSA hereby accepts the foregoing Assignment from GW.

IN WITNESS WHEREOF, the parties have executed this Assignment as of the day and year first above written.

GLAXO WELLCOME INC.

By: 

Title: Chairman

BW USA, INC.

By: 

Title: Chairman and President

SCHEDULE A
Trademarks

<u>Mark</u>	<u>Registration No.</u>	<u>Active Ingredient</u>
ALKERAN	681,707	melphalan/melphalan hydrochloride
ANECTINE	576,384	succinylcholine chloride
DARAPRIM	571,968	pyrimethamine
DIGIBIND (Ovine)	1,330,487	digoxin immune Fab
EXOSURF	1,439,791	colfosceril palmitate
EXOSURF NEONATAL	1,699,697	colfosceril palmitate
FLOLAN	1,251,465	epoprostenol sodium
FLOLAN LIFELINE	2,141,630	epoprostenol sodium
FLOLAN LIFELINE	2,029,253	epoprostenol sodium
LAMICTAL	1,552,463	lamotrigine
LANOXIN	638,717	digoxin
LANOXICAPS	1,014,552	digoxin
LEUKERAN	639,954	chlorambucil
MEPRON	1,769,087	atovaquone
MEPRON PORTABLES	75/638,480	atovaquone
MYLERAN	596,271	busulfan
PURINETHOL	587,330	mercaptopurine
RETROVIR	1,418,913	zidovudine
TABLOID	43,569	thioguanine
TABLOID	76,731	thioguanine
WELLBUTRIN	1,160,590	bupropion hydrochloride
WELLBUTRIN SR (Stylized)	2,051,603	bupropion hydrochloride
ZOVIRAX (Stylized)	2,223,200	acyclovir/acyclovir sodium

Z (Stylized)

2,250,228

acyclovir/acyclovir sodium

ZOVIRAX CS

2,295,839

acyclovir/acyclovir sodium