

08-23-2001



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Form PTO-1595
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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**
- Other

Additional name(s) of conveying party(ies) attached?
 yes no

8-8-01

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

Name: **Aventis Pharmaceuticals Inc.**

Internal Address: **300 Somerset Corporate Blvd.**

City **Bridgewater** State **NJ** Zip **08807**

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

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

Additional name(s) & 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):

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)
76/101,756
76/101,873

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Christopher A. Sidoti, Esq.
GlaxoSmithKline (UW2221)
709 Swedeland Road
King of Prussia, PA 19406

6. Total number of applications and registration involved: **2**

7. Total Fee (37 CFR 3.41): **\$65.00**

Enclosed.
 Authorized to be charged to Deposit Account; please also charge any underpayment to the Deposit Account

8. Deposit Account No. : **19-2573**
(Attach dupl. copy of this page if paying by Deposit Account)

08/22/2001 LMUELLER 00000158 192573 76101756
01 FC:481 40.00 CH
02 FC:482 25.00 CH

DO NOT WRITE IN 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.

August 8, 2001
Date

Christopher A. Sidoti

TOTAL NUMBER OF PAGES COMPRISING COVER SHEET, ATTACHMENTS AND DOCUMENT: **3**

OMB No. 0651-0011 (exp. 4/94)

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

EXPRESS MAIL MAILING LABEL NO. **EL709199101US**

DATE OF DEPOSIT August 8, 2001

TRADEMARK
REEL: 002354 FRAME: 0377

FD

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, 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.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 0967579

DATE: 02/14/00
REEL: 002354 FRAME: 0378

**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 13th day of December, 1999.

Hoechst Marion Roussel, Inc.

Gerald P. Belle

Gerald P. Belle
President and Chief Executive Officer



Rebecca R. Tilden

Rebecca R. Tilden
Vice President-Secretary

RECORDED: 08/08/2001

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12/15/1999
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