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10-29-2001

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
Tab settings



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To the Honorable Commissioner of Patents and Trademarks, original documents or copy thereof.

1. Name of conveying party(ies):  
**Impax Pharmaceuticals, Inc.**

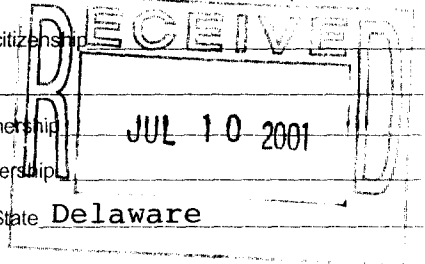
Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)  
Name: **Impax Laboratories, Inc.**  
Internal  
Address: \_\_\_\_\_  
Street Address: **30831 Huntwood Ave.**  
City: **Hayward** State: **CA** Zip: **94544**

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) & address(es) attached?  Yes  No



3. Nature of conveyance:  
 Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: **December 14, 1999**

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
**75/415057**

Additional number(s) attached  Yes  No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: **Laurie A. Miller**  
Internal Address: \_\_\_\_\_  
Street Address: **3542 Oak Knoll Drive**  
City: **Redwood City** State: **CA** Zip: **94062**

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

7. Total fee (37 CFR 3.41).....\$ **150**  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_  
(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.*

**Charles Hsiao, Ph.D.**                      *C. Hsiao*                      **6/22/01**  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: **1**

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

Refund Ref: 07/19/2001 JFALLARE 0000107304  
CHECK Refund Total: \$110.00

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TRADEMARK  
REEL: 002357 FRAME: 0429

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 02:00 PM 12/14/1999  
991538496 - 2492482

**CERTIFICATE OF MERGER**  
**OF**  
**IMPAX PHARMACEUTICALS, INC.**  
**AND**  
**GLOBAL PHARMACEUTICAL CORPORATION**

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) Impax Pharmaceuticals, Inc., which is incorporated under the laws of the State of California; and

(ii) Global Pharmaceutical Corporation, which is incorporated under the laws of the State of Delaware.

2. An Agreement and Plan of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is Global Pharmaceutical Corporation, which will continue its existence upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

4. The Certificate of Incorporation of Global Pharmaceutical Corporation shall continue to be the Certificate of Incorporation of said surviving corporation, pursuant to the provisions of the General Corporation Law of the State of Delaware.

5. The executed Agreement and Plan of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

Global Pharmaceutical Corporation  
Castor & Kensington Avenues  
Philadelphia, PA 19124

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6. A copy of the aforesaid Agreement and Plan of Merger will be furnished by the aforesaid surviving corporation, on request and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock of Impax Pharmaceuticals, Inc. consists of fifteen million (15,000,000) shares of Common Stock and fifteen million (15,000,000) shares of Preferred Stock.

Dated: December 14, 1999.

**IMPAX PHARMACEUTICALS, INC.**

By: 

Larry Hsu  
President

Dated: December 14, 1999.

**GLOBAL PHARMACEUTICAL CORPORATION**

By: 

Barry R. Edwards  
Chief Executive Officer

00309227

CERTIFICATE OF MERGER

ENDORSED - FILED  
in the office of the Secretary of State  
of the State of California

OF

DEC 14 1999

IMPAX PHARMACEUTICALS, INC.

BILL JONES, Secretary of State

AND

GLOBAL PHARMACEUTICAL CORPORATION

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Dated: December 14, 1999.

**IMPAX PHARMACEUTICALS, INC.**

By:   
Larry Hsu  
President

Dated: December 14, 1999.

**GLOBAL PHARMACEUTICAL CORPORATION**

By:   
Barry R. Edwards  
Chief Executive Officer



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 "GLOBAL PHARMACEUTICAL CORPORATION", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF DECEMBER, A.D. 1999, AT 2:01 O'CLOCK P.M.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

2492482 8100

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AUTHENTICATION: 0141899

DATE: 12-15-99

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 02:01 PM 12/14/1999  
991538499 - 2492482

**CERTIFICATE OF AMENDMENT  
OF  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
GLOBAL PHARMACEUTICAL CORPORATION**

\*\*\*\*\*

**GLOBAL PHARMACEUTICAL CORPORATION**, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, (hereinafter called the "Corporation") **DOES HEREBY CERTIFY:**

**FIRST:** That the Board of Directors of the Corporation (the "Board"), at a duly called meeting of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Restated Certificate of Incorporation of the Corporation:

**RESOLVED**, that Paragraph **FIRST** of the Restated Certificate of Incorporation of the Corporation be amended by striking paragraph **FIRST** in its entirety and replacing therefor:

**"FIRST:** The name of the corporation is **IMPAX LABORATORIES, INC.** (hereinafter called the "Corporation").

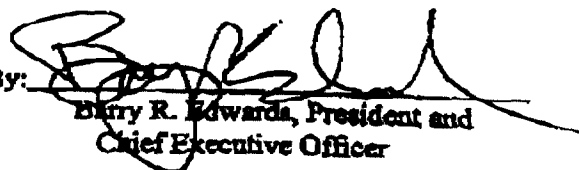
**RESOLVED**, that subparagraph (a) of paragraph **FOURTH** of the Restated Certificate of Incorporation of the Corporation be amended by striking Subparagraph (a) in its entirety and replacing therefor:

"(a) The total number of shares of all classes of stock which the Corporation shall have the authority to issue is Fifty-two Million (52,000,000) shares, consisting of (i) Fifty Million (50,000,000) shares of Common Stock, \$.01 par value per share (the "Common Stock"), and (ii) Two Million (2,000,000) shares of designated preferred stock, \$.01 par value per share (the "Preferred Stock")."

**SECOND:** The Certificate of Amendment of Restated Certificate of Incorporation herein certified was duly adopted by vote of the stockholders in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Amendment of Restated Certificate of Incorporation to be signed, under penalties of perjury, and the facts stated herein are true and correct.

Dated: November 14, 1999

By:   
Barry R. Edwards, President and  
Chief Executive Officer

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