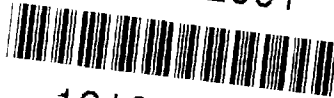


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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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

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

1. Name of conveying party(ies): Reliant Pharmaceuticals, Inc. 9-7-01
Individual(s) Association
General Partnership Limited Partnership
Corporation-State Delaware
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Reliant Pharmaceuticals, L.L.C.
Internal
Address:
Street Address: 125 W. 55th St., 11th Floor
City: New York State: NY Zip: 10023
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
Other limited liability company
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 conversion
Execution Date: July 6, 2000

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/888,000
75/888,001
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: Matthew W. Walch
Internal Address:
Street Address: 233 S. Wacker Dr.
Suite 5800
City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 2
7. Total fee (37 CFR 3.41): \$65.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 50-1125
(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.
Matthew W. Walch Signature September 5, 2001 Date
Matthew W. Walch
Total number of pages including cover sheet, attachments, and document: 3

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

09/10/2001 DBYRNE 00000283 75888000
01 FC:481 40.00 OP
02 FC:482 25.00 OP

TRADEMARK REEL: 002364 FRAME: 0355

CERTIFICATE OF CONVERSION

OF

RELIANT PHARMACEUTICALS, INC.  
(a Delaware corporation)

INTO

RELIANT PHARMACEUTICALS, LLC  
(a Delaware limited liability company)

6

RELIANT PHARMACEUTICALS, INC., a corporation organized and existing  
and by virtue of the General Corporation Law of the State of Delaware, does hereby

**FIRST:** That Reliant Pharmaceuticals, Inc. was originally incorporated on August  
1999 in the State of Delaware under the name "Bay City Pharmaceuticals, Inc."

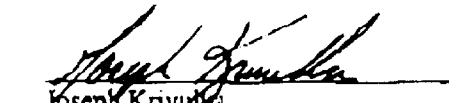
**SECOND:** That on April 17, 2000 Bay City Pharmaceuticals, Inc. did file a  
Certificate of Amendment changing its name to "Reliant Pharmaceuticals, Inc."

**THIRD:** That Reliant Pharmaceuticals, Inc. does now wish to convert from a  
corporation to a limited liability company, pursuant to Section 266 of the General Corporation  
Law to be named Reliant Pharmaceuticals, LLC, as set forth in the Certificate of Formation,  
and contemporaneously herewith.

**FOURTH:** That the conversion of Reliant Pharmaceuticals Inc. to Reliant  
Pharmaceuticals, LLC has been approved by the board of directors and sole stockholder of  
Reliant Pharmaceuticals, Inc. in accordance with Section 266 of the General Corporation law.

IN WITNESS WHEREOF, Reliant Pharmaceuticals, Inc. has caused this  
Certificate of Conversion to be executed by its President as of the 6 th day of July, 2000.

RELIANT PHARMACEUTICALS, INC.  
(a Delaware corporation)

By:   
Joseph Krivutka  
President

State of Delaware  
Office of the Secretary of State

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PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "RELIANT PHARMACEUTICALS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "RELIANT PHARMACEUTICALS, INC." TO "RELIANT PHARMACEUTICALS, LLC", FILED IN THIS OFFICE ON THE SIXTH DAY OF JULY, A.D. 2000, AT 9 O' CLOCK A.M.



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

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001345340

0546840

AUTHENTICATION:

DATE:

07-10-00

RECORDED: 09/07/2001

TRADEMARK  
REEL: 002364 FRAME: 0357