



FORM PTO-594  
1-31-92

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

12-13-2001

Office



101914307

To the Commissioner of Patents and Trademarks, Please record the att:  
Box Assignment, Washington, DC 20231

<p>1. Name of conveying party(ies): <u>AMERICAN PHARMED DR. LIEDTKE, INC.</u></p> <p><input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State of Delaware  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>AMERICAN PHARMED LABS, INC.</u></p> <p>Internal Address: <u>270 Sylvan Avenue, Englewood Cliffs, NJ 07632</u></p> <p>Street Address: _____</p> <p>City __ State __ ZIP __</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment                              <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement                      <input checked="" type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>May 16, 1997</u></p>	<p><u>12.06.01</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State of Delaware _____  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No  (Designation must be a separate document from Assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) <u>None</u></p> <p>B. Trademark registration No.(s) <u>Reg. No. 1,906,291</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p><u>PENNIE &amp; EDMONDS LLP</u>  <u>1155 Avenue of the Americas</u>  <u>New York, NY 10036</u></p> <p>Attn.: <u>Ilene B. Tannen, Esq.</u></p> <p>File No.: <u>10071-15-999</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41):.....\$ <u>\$40.00</u></p> <p>Please charge to the deposit account listed in Section 8.</p> <p>8. Deposit account number: <u>16-1150</u></p>
<b>DO NOT USE THIS SPACE</b>	
<p>9. Statement and signature.</p> <p><i>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.</i></p> <p><u>Ilene B. Tannen</u>                              <u></u>                              <u>12/6/01</u>  Name of Person Signing      Reg. No.                              Signature                              Date</p> <p style="text-align: right;">Total number of pages comprising cover sheet: <u>4</u></p>	

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

12/12/2001 6TOM11 00000143 161150 1906291  
01 FC:481 40.00 CH

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 "AMERICAN PHARMED DR. LIEDTKE, INC.", CHANGING ITS NAME FROM "AMERICAN PHARMED DR. LIEDTKE, INC." TO "AMERICAN PHARMED LABS, INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF APRIL, A.D. 1997, AT 10:20 O' CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

2328367 8100

981065368

AUTHENTICATION: 8929881

DATE: 02-19-98

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF AMERICAN PHARMED DR. LIEDTKE, INC.

American Pharmed Dr. Liedtke, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

- FIRST: That at a meeting of the Board of Directors of said corporation resolutions were duly adopted proposing and declaring advisable that the Certificate of Incorporation of said corporation be amended and that such amendments be submitted to the stockholders of the Corporation for their consideration, as follows:
- RESOLVED: That the Board of Directors of this Corporation recommends and deems it advisable that the Certificate of Incorporation of this Corporation be amended by changing the name of the Corporation, which name is set forth in Article FIRST, from "American Pharmed Dr. Liedtke, Inc." to "American Pharmed Labs, Inc."; and
- RESOLVED: That the Board of Directors of this Corporation recommends and deems it advisable that the Certificate of Incorporation of this Corporation be further amended by deleting Article FOURTH thereof and substituting for said Article FOURTH the new article FOURTH set forth on Exhibit A attached hereto; and
- RESOLVED: That the aforesaid proposed amendments be submitted to the stockholders of the Corporation for their consideration; and
- RESOLVED: That following the approval by the stockholders of the aforesaid amendments as required by law, the officers of this Corporation be, and they hereby are, and each of them hereby is, authorized and directed (i) to prepare, execute and file with the Secretary of State of the State of Delaware a Certificate of Amendment setting forth the aforesaid amendments in the form approved by the stockholders and (ii) to take any and all other actions necessary, desirable or convenient to give effect to the aforesaid amendments or otherwise to carry out the purposes of the foregoing Resolutions.

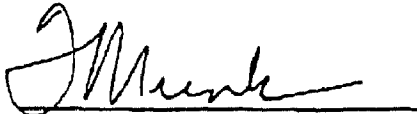
SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given written consent to said amendments in accordance with the provisions of section 228 of the General Corporation Law of the State of Delaware, and written notice of the adoption of the amendments has been given as provided in section 228 of the General Corporation Law of the State of Delaware to every stockholder entitled to such notice.

THIRD: That the aforesaid amendments were duly adopted in accordance with the applicable provisions of sections 228 and 242 of the General Corporation Law of the State of Delaware.

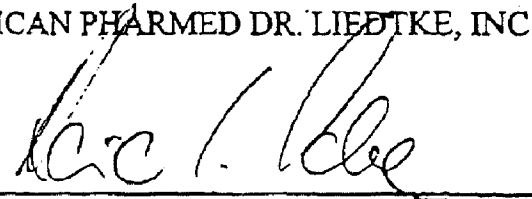
IN WITNESS WHEREOF, said American Pharmed Dr. Liedtke, Inc. has caused this certificate to be signed by Rainer K. Liedtke, its President, and attested by Teresa Munk, its Secretary, this 16<sup>th</sup> day of MAY, 1997.

ATTEST:

AMERICAN PHARMED DR. LIEDTKE, INC.



Teresa Munk  
Secretary

By: 

Rainer K. Liedtke  
President

3. These statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under U.S.C. § 1001, and that such willful false statement may jeopardize the validity of the application or any resulting registration.

**EpiCept Corporation**

Dated: November 15, 2001



**Peter Golikov, President**

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