


02-14-2002



101982020

JOHNSON & JOHNSON
One Johnson & Johnson Plaza
New Brunswick, New Jersey 08933
(732) 524-2842

1. NAME OF CONVEYING PARTY: Zars, Inc. (a Utah Corporation) 350 West 800 North Suite 320 Salt Lake City, Utah 84103	2. NAME AND ADDRESS OF RECEIVING PARTY: Johnson & Johnson One Johnson & Johnson Plaza New Brunswick, New Jersey 08933 (a New Jersey Corporation)
3. NATURE OF CONVEYANCE: <input checked="" type="checkbox"/> Assignment <i>1-25-02</i> <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other 3A. EXECUTION DATE: December 14, 2001	2A. ASSIGNEE A FOREIGN ENTITY: YES: ___ NO: <input checked="" type="checkbox"/> 2B. DOMESTIC REPRESENTATIVE DESIGNATED: YES: ___ NO: <input checked="" type="checkbox"/>
4A. TRADEMARK APPLICATION NOS.: <u>76/026,964</u> (TITRAGESIC) Additional numbers attached? no	4B. TRADEMARK REGISTRATION NO(S).: Additional numbers attached?
5. NAME AND ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT SHOULD BE MAILED: Maria Kirczow Johnson & Johnson One Johnson & Johnson Plaza New Brunswick, NJ 08933	
6. TOTAL NUMBER OF TITLES: 1 7. TOTAL FEE: \$40.00 8. CHARGE DEPOSIT ACCOUNT NUMBER: 10-0750 Our Ref:	9. The undersigned declares to the best of my knowledge and belief that the information on this cover sheet is true and correct and any copy submitted is a true copy of the original document.  Maria C. Kirczow Date: <u>1/8/02</u>

Maria.doc

02/13/2002 LMUELLER 00000222 100750 76026964
01 FC:481 40.00 CH

UNITED STATES TRADEMARK ASSIGNMENT

WHEREAS, **ZARS, INC.**, a Utah corporation, having its place of business at 350 West 800 North, Suite 320, Salt Lake City, Utah 84103 (hereinafter called "Assignor"), has adopted and used the trademark, which trademark has been applied for in the United States Patent and Trademark Office, as identified in Exhibit A.

WHEREAS, **JOHNSON & JOHNSON**, a New Jersey corporation, having its place of business at One Johnson & Johnson Plaza, New Brunswick, New Jersey 08933 (hereinafter called "Assignee"), is desirous of acquiring said trademark and application therefor;

NOW THEREFORE, for good and valuable consideration, said Assignor does hereby sell, assign and transfer unto said Assignee, its successors and assigns, all right, title and interest in and to said trademark and application therefor, the assignment being part of the entire ongoing business with which the mark is intended to be used;

IN WITNESS WHEREOF, the said Assignor has caused these presents to be executed by its duly authorized officer on this 14th day of December , 2001.

ASSIGNOR: **ZARS, INC.**

BY:

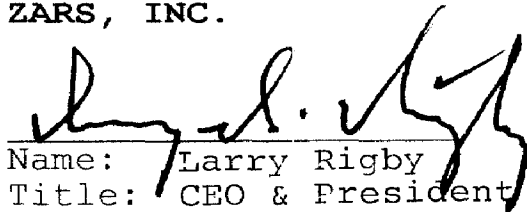

Name: Larry Rigby
Title: CEO & President

EXHIBIT A

TRADEMARK

APPLICATION NO.

TITRAGESIC

76/026,964