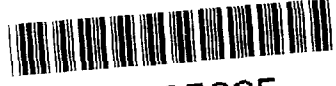


06-18-2002



06-03-2002

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To the Honorable Commis

102125665

Please record the attached original do

1. Name of conveying party(ies):  
**BAYER AKTIENGESELLSCHAFT CORPORATION**  
*b-3-02*

Individual       Association  
 General Partnership       Limited Partnership  
 Corporation-State: **Germany**  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(  
Name: **FIRST HORIZON PHARMACEUTICAL**  
Address: **660 Hembree Parkway, Suite 106**  
City **Roswell**      State **Georgia**      Zip Code: **30076**

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  
(Designation 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: **Bayer Aktiengesellschaft: March 4, 2002**  
**First Horizon Pharmaceutical Corporation: March 5, 2002**

4(a). Trademark Application No.(s):  
Additional numbers attached?  Yes  No

4(b). Trademark Registration No.(s): **1,939,088 and 2,175,325**  
Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name **Mary Anthony Merchant, Ph.D.**  
Address: **KILPATRICK STOCKTON LLP**  
1100 Peachtree Street  
Suite 2800  
Atlanta, Georgia 30309

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

7. Total fee (37 CFR 3.41) enclosed: **\$ 80**

Refund Ref: 06/17/2002 LMUELLER 0000117962

DO NOT USE THIS SPACE

CHECK Refund Total: \$15.00

8. 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*

*I certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513, on May 30, 2002.*

**Mary Anthony Merchant, Ph.D.**      *[Signature]*      **5/30/02**  
Name of Person Signing      Signature      Date

Attorney Docket No: **08852-8240 (43743-273808)**

Total number of pages including cover sheet: **3**

06/17/2002 LMUELLER 0000151 1939088 40.00 25.00  
01 FU:461  
02 FU:462

**ASSIGNMENT OF TRADEMARKS**

WHEREAS, Bayer Aktiengesellschaft, a corporation organized and existing under the laws of Germany, having a business address of 51368 Leverkusen, Germany (hereinafter "Assignor"), is the registered owner of the following trademarks set forth on the attached Schedule (hereinafter the Trademarks);

WHEREAS, First Horizon Pharmaceutical Corporation, a Delaware corporation, having a business address of 660 Hembree Parkway, Suite 106, Roswell, GA 30076, USA (hereinafter "Assignee"), is desirous of acquiring all right, title and interest in and to the Trademarks, together with the goodwill symbolized by the Trademarks and the registrations thereof;

WHEREAS, the assignment of said Trademarks, and registrations thereof be made of record in the United States Patent and Trademark Office and other appropriate patent and trademark offices;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound hereby, Assignor assigns to Assignee all right, title and interest in and to the Trademarks, together with the goodwill symbolized by the Trademarks, and the registrations thereof, and all rights to damages and profits, due or accrued, arising out of infringements of said trademarks, and the right to sue for and recover the same.

Leverkusen, March 4, 2002  
BAYER AKTIENGESELLSCHAFT  
By: [Signature]  
Title: Secretary  
Name: Helmut Pastor

Roswell, March 5 2002  
FIRST HORIZON PHARMACEUTICAL CORPORATION  
By: [Signature]  
Title: CEO  
Name: MAHEENDRA G. SWAMI

**SCHEDULE A**

**DESCRIPTION OF TRADEMARKS**

**U.S. REGISTERED TRADEMARKS**

Trademark	Registration Number	Registration Date
SULAR	1 939 088	December 5 <sup>th</sup> , 1995
SULAR (word/picture)	2 175 325	July 21 <sup>st</sup> , 1998

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