

09-18-2002

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

RE



102225892

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): 9-11-02 E.R. Squibb & Sons, Inc. Lawrenceville-Princeton Road Princeton, NJ 08540

2. Name and address of receiving party(ies) E.R. Squibb & Sons L.L.C. Name: Internal Address: Lawrenceville-Princeton Road Street Address: Princeton State: NJ Zip: 08540

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other April 30, 2000 Execution Date:

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 0949500 SEPTI-SOFT

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed: Oswaldo F. Lecuona Name: 3-268 Internal Address: Bristol-Myers Squibb Company 345 Park Avenue Street Address: New York NY 10154 City: State: Zip:

7. Total fee (37 CFR 3.41) \$ 40.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: 132505

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. Oswaldo F. Lecuona Name of Person Signing

September 11, 2002 Date Signature

Total number of pages including cover sheet, attachments, and document: 5

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

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TRADEMARK REEL: 002583 FRAME: 0653

OFFICE OF PUBLIC RECORDS 2007 SEP 11 AM 10:55 FINANCE SECTION 09/17/2002 LUMELER 0000121 132505 40.00 CH 01 FC:481

**CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY  
OF  
E.R. SQUIBB & SONS, INC.  
TO  
E.R. SQUIBB & SONS, L.L.C.**

This Certificate of Conversion to Limited Liability Company, dated as of April 28, 2000, is being duly executed and filed by E.R. Squibb & Sons, Inc., a Delaware corporation (the "Company"), and RL&F Service Corp., as an authorized person of E.R. Squibb & Sons, L.L.C., a Delaware limited liability company (the "LLC"), to convert the Company to the LLC, under the Delaware Limited Liability Company Act (6 Del. C. § 18-101 et seq.) and the General Corporation Law of the State of Delaware (8 Del. C. § 101, et seq.) (the "GCL").

1. The Company's name when it was originally incorporated was Olin Mathieson International Corporation. Immediately prior to the filing of this Certificate of Conversion to Limited Liability Company the name of the Company was E.R. Squibb & Sons, Inc.

2. The Company filed its original certificate of incorporation with the Secretary of State of the State of Delaware on May 13, 1957, in the State of Delaware, and continued to be incorporated in the State of Delaware immediately prior to the filing of this Certificate of Conversion to Limited Liability Company.

3. The name of the LLC into which the Company shall be converted as set forth in its certificate of formation is E.R. Squibb & Sons, L.L.C.

4. The conversion of the Company to the LLC has been approved in accordance with the provisions of Section 228 and Section 266 of the GCL.

5. The conversion of the Company to the LLC shall be effective on April 30, 2000, at 5:00 P.M. Eastern Standard Time.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion to Limited Liability Company as of the date first-above written.

E.R. SQUIBB & SONS, INC.

RL&F SERVICE CORP.

as Authorized Person of the LLC

By: *Sandra Leung*  
Name: ~~Sandra Leung~~ Sandra Leung  
Title: ~~Secretary~~ Secretary

By: *C. Stephen Bigler*  
Name: C. Stephen Bigler  
Title: President

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 05:30 PM 04/28/2000  
001218860 - 0512216

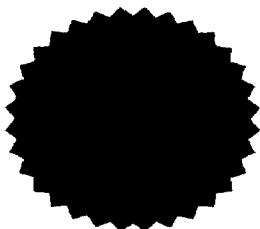
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, 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 "E.R. SQUIBB & SONS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "E.R. SQUIBB & SONS, INC." TO "E.R. SQUIBB & SONS, L.L.C.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2000, AT 5:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTIETH DAY OF APRIL, A.D. 2000.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

0512216 8100V

AUTHENTICATION: 1969739

020558360

DATE: 09-06-02

TRADEMARK  
REEL: 002583 FRAME: 0655

**CERTIFICATE OF FORMATION****OF****E.R. SQUIBB & SONS, L.L.C.**

This Certificate of Formation of E.R. Squibb & Sons, L.L.C. (the "LLC"), dated as of April 28, 2000, is being duly executed and filed by RL&F Service Corp., as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.).

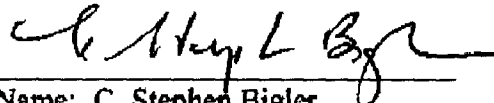
**FIRST.** The name of the limited liability company formed hereby is E.R. Squibb & Sons, L.L.C.

**SECOND.** The address of the registered office of the LLC in the State of Delaware is c/o The Corporation Trust Company, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

**THIRD.** The name and address of the registered agent for service of process on the LLC in the State of Delaware is The Corporation Trust Company, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801

**FOURTH.** The Certificate of Formation of the LLC shall be effective on April 30, 2000, at 5:00 P.M. Eastern Standard Time.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.



Name: C. Stephen Bigler  
Authorized Person

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 05:30 PM 04/28/2000  
001218860 - 0512216

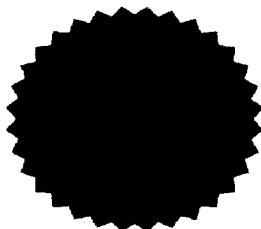
# Delaware

PAGE 2

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "E.R. SQUIBB & SONS, L.L.C." FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2000, AT 5:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTIETH DAY OF APRIL, A.D. 2000.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

0512216 8100V

AUTHENTICATION: 1969739

020558360

DATE: 09-06-02

RECORDED: 09/11/2002

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