

RECORDATION FORM COVERSHEET
TRADEMARK ONLY

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

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
Tab settings ⇌ ⇌ ⇌

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

1. Name of conveying party(ies):

Eli Lilly and Company

- Individual(s)
- General Partnership
- Corporation - State
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: Galen Limited
Internal Address: _____

Street Address: 4 Adelaide Street
Dun Laoghaire County
City: Dublin State: Ir. Ireland

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - State Ireland
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 01/22/2003

4. Application number(s) or registration number(s):

A. Trademark Application No. (s) 75 752 863
75 752 862

B. Trademark Registration No. (s) 2 470 102

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning documents should be mailed:

Name: Mary A. Donovan

Internal Address: _____

Donovan + Yee LLP

Street Address: 110 Greene St
Suite 700

City: New York State: NY Zip: 10012

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

500357

DO NOT USE THIS SPACE

9. Signature.

Mary A. Donovan
Name of Person Signing

Mary A. Donovan
Signature

3/20/03
Date

Total number of pages including coversheet, attachments, and document: 5

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

TRADEMARKS AND TRADE DRESS ASSIGNMENT

WHEREAS, Eli Lilly and Company, a corporation organized and existing under the laws of the State of Indiana with offices located at Lilly Corporate Center, Indianapolis, Indiana, 46285, (hereinafter "Assignor") and Galen (Chemicals) Limited, a company organized and existing under the laws of the Republic of Ireland with offices located at 4 Adelaide Street, Dun Laoghaire, Co. Dublin, Ireland (hereinafter "Assignee") are parties to that certain Assignment, Transfer and Assumption Agreement, dated as of December 7, 2002, as amended by Amendment No. 1, dated January ²² 2003 (the "Assignment Agreement");

WHEREAS, Assignor is the owner of the trademarks listed in Exhibit A attached hereto and incorporated herein by reference (the "Assigned Trademarks");

WHEREAS, Assignor is the owner of the Assigned Trade Dress as defined in Section 1.8 of the Assignment Agreement (the "Assigned Trade Dress");

WHEREAS, Assignee is desirous of acquiring said Assigned Trademarks and the Assigned Trade Dress and the registration and applications thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in the Assigned Trademarks and Assigned Trade Dress, together with the goodwill of the business symbolized by the Assigned Trademarks and the Assigned Trade Dress, and the identified registration and applications thereof, and all rights of enforcement and the right to damages for past infringement, unfair competition or other conflicts relating to the Assigned Trademarks and Assigned Trade Dress. Assignor and Assignee acknowledge that Assignee is the successor to the portion of Assignor's business to which the Assigned Trademarks and the Assigned Trade Dress pertain, and that such business is ongoing and existing.

[Signature Page Follows]

TRADEMARK

LEGAL REEL: 002620 FRAME: 0496

ELI LILLY AND COMPANY

 BM

Robert A. Armitage
Senior Vice President and General
Counsel

Date: 1/22/03

TRADEMARK

REEL: 002620 FRAME: 0497

Exhibit A

Trademarks

Country	Trade Mark	Registration Number Or Application Number	Status
United States	SARAFEM	2,470,102	Registered
United States	SARAFEMZ	75/752863	Allowed
United States	SARAFEMS	75/752862	Allowed

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DESIGNATION OF DOMESTIC REPRESENTATIVE

Galen Limited hereby designates the law firm of Donovan & Yee, LLP having a place of business at 110 Greene Street - Suite 700, New York, New York 10012 (telephone: 212 226 7700) as its domestic representative upon whom all notices or process in proceedings affecting its registrations and applications may be served.

Dated: 14 March 2003

GALEN LIMITED

By: Robert G. Whitford
Name: ROBERT WHITFORD
Title: DIRECTOR