

01-17-2003



To the Honorable Commissioner o

attached original documents or copy hereof.

102340754

1. Name of conveying party(ies): 12-26-02
PHARMACIA & UPJOHN S.A.

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

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

2. Name and address of receiving party(ies):
 Name: ALMIRALL PRODEFARMA AG
 Address: Lindenhof, Dorfstrasse 38
CH-6341 Baar/ZG, Switzerland

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

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: October 18, 2002

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 75/584,237 & 76/135,952
 B. Trademark Registration No.(s) _____

Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Patrick Boisson
 Internal Address: Fross Zelnick Lehrman & Zissu, P.C.
 Street Address: 866 United Nations Plaza
 City: New York State: NY Zip: 10017

6. Total number of applications and registration involved:.....2

7. Total fee (37 CFR 3.41) \$ 65.00

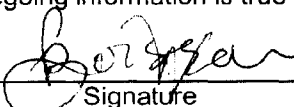
Enclosed
 Authorized to be charged to deposit account
(Only if total fee is not sufficient)

8. Deposit account number:
23-0825-0576900

(Attach duplicate copy of this page if paying by deposit account)

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.

Patrick Boisson  12/24/02
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: _____

Registration No. : Application No. 75/584.237

Registration date: :

Mark : AXXERT

Class : 5

APPOINTMENT OF DOMESTIC REPRESENTATIVE


Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202, USA

Sir:

Almirall Prodesfarma AG, a corporation organized and existing under the laws of **Switzerland**, located at **Lindenhof, Dorfstrasse 38, 6341 Baar, Switzerland**, the proprietor of the above-identified trademark registration, hereby appoints the firm Fross, Zelnick, Lehrman & Zissu, P.C., attorneys at law, of 633 Third Avenue, New York, New York 10017-6754, USA. (telephone 212-953-9090), its attorneys and representative upon whom notices or process in proceedings affecting the above-identified mark may be served.

ALMIRALL PRODEFARMA AG

Signed by: _____


Dr. Herbert Trachsler Dr. Marco Lanter
(Members of the Board of Directors)

Place / Date: Zurich, 2 December 2002

ASSIGNMENT

This Assignment is made on this 18th of October, 2002, between Pharmacia & Upjohn S.A., a corporation organized under the laws of Luxembourg, with its principal place of business at Credit Europeen, 52 Route d'Esch L-1470, Grand Duchy of Luxembourg (the "Assignor") and Almirall Prodesforma, AG, a corporation organized under the laws of Switzerland, with its principal place of business at Lindenhof, Dorfstrasse 38, CH-6341 Baar/ZG, Switzerland (the "Assignee").

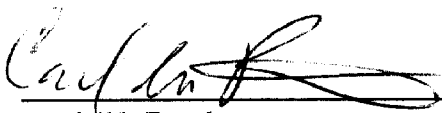
The Assignor has filed intent-to-use applications in the United States for the marks listed in the Schedule A to this Assignment and is the current owner of the applications for the marks set forth in Schedule A.

The Assignee wishes to acquire all of Assignor's rights in and to the trademarks listed in Schedule A, including to the applications in the United States for such trademarks, and the goodwill associated with these marks. Subject to the license agreement between the parties dated _____, this transfer is being made as a part of the transfer of the entire business pertaining to the AXERT line of pharmaceuticals.

NOW THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby acknowledged, the Assignor hereby assigns, transfers and conveys to the Assignee all rights, title and interest in and to the trademarks and to the applications for the trademarks set out in Schedule A, together with the goodwill of the business to which the marks and

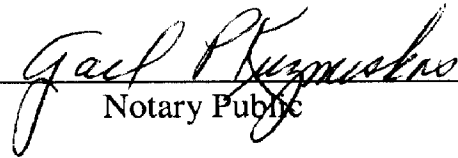
pending applications pertain, and which portion of the business is also transferred to past infringements of the trademarks set forth in Schedule A.

PHARMACIA & UPJOHN S.A., ASSIGNOR

By: 
Carl W. Battle
Title: Attorney-in-Fact



SIGNED, SEALED AND DELIVERED before me
this 18th day of October, 2002.

GAIL P. KUZMISKAS
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES
FEBRUARY 21, 2006


Notary Public

ACKNOWLEDGEMENT OF ASSIGNMENT:

ALMIRALL PRODESFARMA AG

 
Dr. Herbert Trachsler Dr. Marco Lanter
By: _____
Title: Members of the Board of Directors
Date: 2 December 2002

FROSS ZELNICK LEHRMAN & ZISSU, P.C.

ALVIN FROSS
RONALD J. LEHRMAN
STEPHEN BIGGER
MICHAEL I. DAVIS
ROGER L. ZISSU
MARIE V. DRISCOLL
RICHARD Z. LEHV
DAVID W. EHRLICH
SUSAN UPTON DOUGLASS
JANET L. HOFFMAN
PETER J. SILVERMAN
LAWRENCE ELI APOLZON
BARBARA A. SOLOMON
LISA PEARSON
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JASON M. VOGEL
VEJAY G. LALLA
DAVID I. GREENBAUM
DAVID A. DONAHUE

DEC 24 2002

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

Attn: Assignment Branch

Re: Recordal of Assignment against U.S. Trademark Serial Nos.
75/584,237 for **AXXERT** and 76/135,952 for **AXERT YOURSELF**
From: Pharmacia & Upjohn S.A.
To: Almirall Prodesfarma AG
(Our Ref: ALMP USA TT-02/00654 NCD)

0200654
DEC 26 AM 11:52
OFFICE OF PUBLIC RECORDS
MANAGE SECTION

Dear Sirs:

Please record the enclosed assignment against the U.S. trademarks listed above.

For this purpose we enclose the following:

- 1. Trademark Assignment
- 2. Our check in the amount of \$65 for filing fees
- 3. Recordation form cover sheet
- 4. Appointments of Domestic Representative

Should the enclosed fee be insufficient, or should any additional fees be required in future in connection with this registration, please charge our deposit Account No. 23-0825-0576900 with any deficiency.

We look forward to receiving confirmation that the assignment has been duly recorded.

Respectfully submitted,

Nancy C. DiConza
Nancy C. DiConza

NCD/dep
Enclosure

Certificate of Mailing Under 37 CFR 1.8(a)
I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513 on:
DEC 24 2002 (Date of Deposit)
Daniel C. [Signature] (Printed name of person mailing paper or fee)
[Signature] (Signature)
DEC 24 2002 (Date of Signature)