

02-06-2003

D#

Form PTO-504

(Rev. 10/97)

OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼

2-3-03 RECO TR



102358220

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):

Global Pharmaceutical Corporation

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

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

3. Nature of conveyance:

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

Execution Date: December 14, 1999

2. Name and address of receiving party(ies)

Name: Impax Laboratories, Inc.

Internal

Address: _____

Street Address: 30831 Huntwood Ave.

City: Hayward State: CA Zip: 94544

- 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

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2198827

Additional number(s) attached Yes No

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

Name: Laurie A. Miller

Internal Address: _____

Street Address: 3542 Oak Knoll Drive

City: Redwood City State: CA Zip: 94062

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Laurie Miller
Name of Person Signing

Laurie Miller
Signature

February 3, 03
Date

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

02/05/2003 LMUELLER 00000024 2198827

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

01 FC:8521

40.00 DP

TRADEMARK
REEL: 002665 FRAME: 0680



STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 02:00 PM 12/14/1999
991538496 - 2492482

CERTIFICATE OF MERGER
OF
IMPAX PHARMACEUTICALS, INC.
AND
GLOBAL PHARMACEUTICAL CORPORATION

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) Impax Pharmaceuticals, Inc., which is incorporated under the laws of the State of California; and

(ii) Global Pharmaceutical Corporation, which is incorporated under the laws of the State of Delaware.

2. An Agreement and Plan of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is Global Pharmaceutical Corporation, which will continue its existence upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

4. The Certificate of Incorporation of Global Pharmaceutical Corporation shall continue to be the Certificate of Incorporation of said surviving corporation, pursuant to the provisions of the General Corporation Law of the State of Delaware.

5. The executed Agreement and Plan of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

Global Pharmaceutical Corporation
Castor & Kensington Avenues
Philadelphia, PA 19124

588889.2

6. A copy of the aforesaid Agreement and Plan of Merger will be furnished by the aforesaid surviving corporation, on request and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock of Impax Pharmaceuticals, Inc. consists of fifteen million (15,000,000) shares of Common Stock and fifteen million (15,000,000) shares of Preferred Stock.

Dated: December 14, 1999.

IMPAX PHARMACEUTICALS, INC.

By: 

Larry Hsu
President

Dated: December 14, 1999.

GLOBAL PHARMACEUTICAL CORPORATION

By: 

Barry R. Edwards
Chief Executive Officer



00309227

CERTIFICATE OF MERGER

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

OF

DEC 14 1999

IMPAX PHARMACEUTICALS, INC.

BILL JONES, Secretary of State

AND

GLOBAL PHARMACEUTICAL CORPORATION

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:
 - (i) Impax Pharmaceuticals, Inc., which is incorporated under the laws of the State of California; and
 - (ii) Global Pharmaceutical Corporation, which is incorporated under the laws of the State of Delaware.
2. An Agreement and Plan of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation in the merger herein certified is Global Pharmaceutical Corporation, which will continue its existence upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.
4. The Certificate of Incorporation of Global Pharmaceutical Corporation shall continue to be the Certificate of Incorporation of said surviving corporation, pursuant to the provisions of the General Corporation Law of the State of Delaware.
5. The executed Agreement and Plan of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

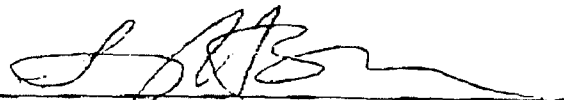
Global Pharmaceutical Corporation
Castor & Kensington Avenues
Philadelphia, PA 19124

6. A copy of the aforesaid Agreement and Plan of Merger will be furnished by the aforesaid surviving corporation, on request and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock of Impax Pharmaceuticals, Inc. consists of fifteen million (15,000,000) shares of Common Stock and fifteen million (15,000,000) shares of Preferred Stock.


Dated: December 14, 1999.

IMPAX PHARMACEUTICALS, INC.

By: 
Larry Hsu
President

Dated: December 14, 1999.

GLOBAL PHARMACEUTICAL CORPORATION

By: 
Barry R. Edwards
Chief Executive Officer



State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GLOBAL PHARMACEUTICAL CORPORATION", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF DECEMBER, A.D. 1999, AT 2:01 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel

Edward J. Freel, Secretary of State

2492482 8100

991538499

AUTHENTICATION: 0141899

DATE: 12-15-99

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 02:01 PM 12/14/1999
991538499 - 2492482

**CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
GLOBAL PHARMACEUTICAL CORPORATION**

GLOBAL PHARMACEUTICAL CORPORATION, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, (hereinafter called the "Corporation") **DOES HEREBY CERTIFY:**

FIRST: That the Board of Directors of the Corporation (the "Board"), at a duly called meeting of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Restated Certificate of Incorporation of the Corporation:

RESOLVED, that Paragraph **FIRST** of the Restated Certificate of Incorporation of the Corporation be amended by striking paragraph **FIRST** in its entirety and replacing therefor:

"FIRST: The name of the corporation is **IMPAX LABORATORIES, INC.** (hereinafter called the "Corporation").

RESOLVED, that subparagraph (a) of paragraph **FOURTH** of the Restated Certificate of Incorporation of the Corporation be amended by striking Subparagraph (a) in its entirety and replacing therefor:


"(a) The total number of shares of all classes of stock which the Corporation shall have the authority to issue is Fifty-two Million (52,000,000) shares, consisting of (i) Fifty Million (50,000,000) shares of Common Stock, \$0.01 par value per share (the "Common Stock"), and (ii) Two Million (2,000,000) shares of designated preferred stock, \$0.01 par value per share (the "Preferred Stock")."

SECOND: The Certificate of Amendment of Restated Certificate of Incorporation herein certified was duly adopted by vote of the stockholders in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

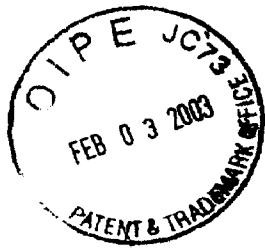
596354.2

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Amendment of Restated Certificate of Incorporation to be signed, under penalties of perjury, and the facts stated herein are true and correct.

Dated: November 11, 1999

By: 
Barry R. Edwards, President and Chief Executive Officer

5943362



LAURIE A. MILLER

ATTORNEY AT LAW

3542 OAK KNOLL DRIVE

REDWOOD CITY, CA 94062

Telephone: (650) 361-8141

Telecopier: (650) 361-8286

E-mail: laurie@lamillerlaw.com

February 3, 2003

Via Federal Express

Director, U.S. Patent & Trademark Office

Box Assignment

Washington, D.C. 20231

RE: GLOBAL Mark

Dear Administrator,

On behalf of my client, Impax Laboratories, Inc., I am enclosing the following:

A. Recordation Form Cover Sheet, notifying the U.S.P.T.O., Assignment Services Division of a (i) merger, and (ii) name change, with respect to the owner of the "Global" trademark;

B. A Certificate of Merger of Impax Pharmaceuticals, Inc., and Global Pharmaceutical Corporation, as filed with the Delaware Secretary of State, on December 14, 1999, effecting the merger of Impax into Global in Delaware;

C. A Certificate of Merger of Impax Pharmaceuticals, Inc., and Global Pharmaceutical Corporation, as filed with the California Secretary of State, on December 14, 1999, effecting the merger of Impax into Global in California;

D. A Certificate of Amendment of Restated Certificate of Incorporation of Global Pharmaceutical Corporation, as filed with the Delaware Secretary of State, on December 14, 1999, amending the Certificate of Incorporation of Global to change the name to "Impax Laboratories, Inc."

E. A check, payable to the U.S.P.T.O. in the amount of \$40; and

TRADEMARK
REEL: 002665 FRAME: 0688

February 3, 2003

Page 2

F. A Confirmation postcard.

Please record the Recordation Cover Sheet, along with the items referenced in Paragraphs B, C and D above, and stamp and return the enclosed Confirmation postcard as acknowledgment of your receipt of these documents.

Sincerely,


Laurie Miller

Enclosures

cc: Louis Piccone