

5-12-03 TR



To the Honorable Commissioner of Patents and Trademarks

102467052

Final documents or copy thereof.

1. Name of Conveying party(ies):
SINCLAIR PHARMA S.r.L.

 Individual(s) _____ Association
 General Partnership _____ Limited Partnership
 Corporation
 Other (limited liability company)

2. Name and address of receiving party(ies):
 Name: SINCLAIR PHARMACEUTICALS LIMITED
 Street Address: Borough Road
 City: Godalming-Surrey GU7-2AB Country: United Kingdom

 Individual(s) citizenship _____
 Association

 General Partnership

 Limited Partnership
 Corporation UNITED KINGDOM
 Other _____
 If assignee is not domiciled in the United States, a domestic representative is attached: Yes No
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment _____ Merger
 Security Agreement _____ Change of Name
 Other
 Execution Date: April 8, 2003

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

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

A. Trademark Application No.(s)
76/421,556 (Mark: ATOICLAIR)
76/421,555 (Mark: XCLAIR)
76/421,554 (Mark: SEBCLAIR)

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence should be mailed:
 Name: Joseph J. Orlando
 Internal Address: Bucknam and Archer

 Street Address: 1077 Northern Boulevard
 City: Roslyn State: NY ZIP: 11576

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: 03-2468

06/06/2003 DBYRME 00000144 76421556
 01 FC:8521 40.00 OP
 02 FC:8522 50.00 OP

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.

JOSEPH J. ORLANDO _____ Joseph J. Orlando _____ May 8, 2003
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 3

ASSIGNMENT


WHEREAS, **SINCLAIR PHARMA, S.r.L.** (the "ASSIGNOR"), a limited liability company organized and existing under the laws of Italy, and having a business address of Viale Marche 15, Milan 20125, Italy, owns and uses the following trademarks ("MARKS"):

<u>Mark</u>	<u>Application No.</u>	<u>Docket No.</u>
ATOPICLAIR	76/421,556	FF-1659
XCLAIR	76/421,555	FF-1660
SEBCLAIR	76/421,554	FF-1661

WHEREAS **SINCLAIR PHARMACEUTICALS LIMITED** (the "ASSIGNEE"), a company organized and existing under the laws of the United Kingdom, and having a business address of Borough Road, Godalming-Surrey GU7 2AB United Kingdom, desires to acquire the MARKS, the APPLICATIONS, any registrations that may issue therefrom, and the portions of the Assignor's business to which the MARKS pertain and which is ongoing and existing;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all rights, title and interest in and to the MARKS, the APPLICATIONS any registrations that may issue therefrom, together with the goodwill of the business connected therewith and symbolized by the MARKS as well as that portion of the Assignor's business to which the MARKS pertain and which is ongoing and existing. ASSIGNOR further assigns to ASSIGNEE the right to sue for past common law causes of action.

SINCLAIR PHARMA, S.r.L.

By: 
Name: _____
Director

Dated: 8th April 2003

Title: _____