

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Verum Pharmaceuticals, Inc.		04/05/2004	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Victory Pharma, Inc.
Street Address:	12707 High Bluff Drive
Internal Address:	Suite 200
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92130
Entity Type:	CORPORATION: CALIFORNIA

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	1295621	BROMFED
Registration Number:	1273301	BROMFED-PD
Registration Number:	1638857	BROMFED DM
Registration Number:	1251453	GUAIFED
Registration Number:	1460594	GUAIFED-PD

**CORRESPONDENCE DATA**

Fax Number: (858)509-4010  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

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 Correspondent Name: Gabrielle A. Holley  
 Address Line 1: 11682 El Camino Real  
 Address Line 2: Suite 200  
 Address Line 4: San Diego, CALIFORNIA 92130

ATTORNEY DOCKET NUMBER:	80723.000001
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NAME OF SUBMITTER:

Gabrielle A. Holley

Total Attachments: 2

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**NUNC PRO TUNC TRADEMARK ASSIGNMENT**

WHEREAS, Verum Pharmaceuticals, Inc., a Delaware corporation with a business address at 1000 Park Forty Plaza, Suite 300, Research Triangle Park, North Carolina, 27713, (“Assignor”) owned the following trademark registrations (the “Registrations”) in the U.S. Patent and Trademark Office, and the goodwill associated therewith (the “Marks”):

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
BROMFED	1295621	9/18/1984
BROMFED-PD	1273301	4/10/1984
BROMFED DM	1638857	3/26/1991
GUAIFED	1251453	9/20/1983
GUAIFED-PD	1460594	10/13/1987

WHEREAS, Assignor and Victory Pharma, Inc., a California corporation, with a business address at 12707 High Bluff Drive, Suite 200, San Diego, California 92130 (“Assignee”) entered into Purchase Agreement, regarding the Registrations and the Marks, dated September 29, 2003.

WHEREAS, pursuant to and as set forth in the aforementioned Purchase Agreement between Assignor and Assignee dated September 29, 2003, Assignor assigned the Registrations and the Marks to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignor hereby assigned unto Assignee, effective nunc pro tunc as of September 29, 2003, all right, title and interest in and to the Registrations and the Marks, together with any common law rights and the goodwill of the business symbolized therewith, as well as the right (but not the obligation) to assert the Registrations and the Marks and to collect for all past, present and future infringements, and claims for damages and the proceeds thereof, including,

without limitation, license royalties and proceeds of infringement suits and all rights corresponding thereto by reason of any past and future acts of infringement that have occurred or may occur.

2. This document may be executed in two counterparts, each of which shall be deemed to be an original and all such counterparts shall constitute but one and the same instrument.

Dated: 4/15/04

VERUM PHARMACEUTICALS, INC.

By: 

Name: James W Newman

Title: Chairman

VICTORY PHARMA, INC.

By: 

Name: MATTHEW T. HECK

Title: President