

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Conversion		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Pharmacia & Upjohn Company		08/13/2004	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Pharmacia & Upjohn Company LLC
<b>Street Address:</b>	100 Route 206 North
<b>City:</b>	Peapack
<b>State/Country:</b>	NEW JERSEY
<b>Postal Code:</b>	07977
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 447**

Property Type	Number	Word Mark
Registration Number:	0824773	ANODIA
Registration Number:	1290699	DERACYN
Registration Number:	0868366	DRYGARD
Registration Number:	0940849	HEALON
Registration Number:	0793586	NELOSAN
Registration Number:	0502186	SOMAGEN
Registration Number:	2398190	TUCOPRIM
Registration Number:	1136565	ACT-O-VIAL
Registration Number:	1434469	ADRIA ONCOLINE
Registration Number:	2194005	ADSPEC
Registration Number:	1008714	ALBACILLIN
Registration Number:	1100542	ALBADRY PLUS
Registration Number:	2601686	ALBADRY PLUS
Registration Number:	0710817	ALBAMIX

OP \$11190.00 0824773

Registration Number:	0637945	ALBAMYCIN
Registration Number:	0661576	ALBAPLEX
Registration Number:	2720832	ALDACTONE
Registration Number:	1130669	ANSAID
Registration Number:	0964564	ANTIROBE
Registration Number:	2713874	
Registration Number:	0651103	AQUADROPS
Registration Number:	1074848	ATGAM
Registration Number:	0689772	AZULFIDINE
Registration Number:	1751151	BAERVELDT
Registration Number:	2743552	BBQ YOUR BETTER BEEF QUALITY PARTNER
Registration Number:	2164686	BEXTRA
Registration Number:	0867416	BIODRY
Registration Number:	1701363	BIOLYTE
Registration Number:	0660031	BIOSOL
Registration Number:	2726278	BRINGING DISCOVERY TO LIFE
Registration Number:	1835984	CAVERJECT
Registration Number:	0711448	CLEOCIN
Registration Number:	1314253	CLEOCIN HCL
Registration Number:	0982466	CLEOCIN PEDIATRIC
Registration Number:	1295607	CLEOCIN PHOSPHATE
Registration Number:	1295606	CLEOCIN T
Registration Number:	2806683	COLESTID
Registration Number:	1376852	CONCEPTAID
Registration Number:	0583191	CORTEF
Registration Number:	2027397	CORVERT
Registration Number:	0709851	COVATES
Registration Number:	2569213	CREATING. CARING. CONNECTING.
Registration Number:	0424786	CYCLOGESTERIN
Registration Number:	0643180	DALACIN
Registration Number:	0869940	DALACIN C
Registration Number:	0661856	DELTA ALBAPLEX
Registration Number:	0630759	DELTASONE
Registration Number:	0515760	DEPO
Registration Number:	0694836	DEPO-MEDROL

Registration Number:	2680672	DEPO-PROVERA
Registration Number:	0586333	DEPO - TESTADIOL
Registration Number:	1299257	DIDREX
Registration Number:	1337522	DIPENTUM
Registration Number:	1501681	DOCTORS' LOUNGE
Registration Number:	0693417	DOXIDAN
Registration Number:	2579841	DOXIROBE
Registration Number:	2608038	DOXIROBE
Registration Number:	0527862	DRAMAMINE
Registration Number:	0536728	EMETROL
Registration Number:	2264700	
Registration Number:	1430826	EXCENEL
Registration Number:	2539539	EXCENEL
Registration Number:	0855850	FEMINONE
Registration Number:	1438897	FIBER EZE
Registration Number:	2289116	FIBEREASE
Registration Number:	2326384	FISCAL EXAM
Registration Number:	2387126	FISCAL THERAPY
Registration Number:	2786671	FLAVORED COLESTID
Registration Number:	1035159	FLORONE
Registration Number:	0790953	FORTE-TOPICAL
Registration Number:	0561532	GELFILM
Registration Number:	0429268	GELFOAM
Registration Number:	1740485	GLYNASE
Registration Number:	2122980	
Registration Number:	2106590	
Registration Number:	1008711	HALCION
Registration Number:	0636388	HALOTESTIN
Registration Number:	2716012	HEALON 5
Registration Number:	2841693	HELPS BEAT CIGARETTES ONE CRAVING AT A TIME
Registration Number:	1549787	HEMABATE
Registration Number:	2141454	HY-MAST
Registration Number:	2865357	INSPRA
Registration Number:	0340742	KAOPECTATE
Registration Number:	0974823	L-S 50 WATER SOLUBLE

Registration Number:	0901123	LINCO-SPECTIN
Registration Number:	0760244	LINCOCIN
Registration Number:	0827777	LINCOMIX
Registration Number:	1062062	LONITEN
Registration Number:	2482946	LUNELLE
Registration Number:	1069715	LUTALYSE
Registration Number:	0657022	MEDROL
Registration Number:	2584590	MENOPAUSE MINDSETS
Registration Number:	0785087	MENOTABS
Registration Number:	0814330	MGA
Registration Number:	0997843	MICATIN
Registration Number:	1399170	
Registration Number:	0901121	MICRONASE
Registration Number:	1129777	MITABAN
Registration Number:	2676249	MPSS MEDICAL PRACTICE SUPPORT SERVICES
Registration Number:	1132404	MSL
Registration Number:	1776997	MYCOBUTIN
Registration Number:	1293844	NASALCROM
Registration Number:	2341492	NASALCROM
Registration Number:	2511675	NASALCROM
Registration Number:	1471940	NAXCEL
Registration Number:	0755838	NEO-PREDEF
Registration Number:	1197663	NEOMIX
Registration Number:	2839160	NICOTROL HELPING HAND
Registration Number:	0890354	OGEN
Registration Number:	0644071	ORINASE
Registration Number:	0700826	ORINASE DIAGNOSTIC
Registration Number:	2806774	P.O.W.E.R. PATIENT OUTCOME WITH BEXTRA REGIMEN
Registration Number:	2719177	
Registration Number:	1445906	PEDIA CARE
Registration Number:	2171501	PHARMACIA LASERSCAN
Registration Number:	2740320	PIRSUE
Registration Number:	0572033	PLASTET
Registration Number:	1507737	POLBAX
Registration Number:	0676235	PREDEF

Registration Number:	1417143	PREPIDIL
Registration Number:	1709131	PRESTAB
Registration Number:	0814333	PROFEM
Registration Number:	1457107	PROGAINE
Registration Number:	2719170	PROGAINE
Registration Number:	2719178	PROGAINE
Registration Number:	0965942	PROSTIN E2
Registration Number:	1209467	PROSTIN VR PEDIATRIC
Registration Number:	1400092	PSORCON
Registration Number:	1539314	QID
Registration Number:	1491912	R
Registration Number:	1714591	RDF
Registration Number:	1926253	RESCRIPTOR
Registration Number:	1420785	ROGAINE
Registration Number:	2265307	ROGAINE AMBASSADORS
Registration Number:	2220882	
Registration Number:	2302672	
Registration Number:	2298791	
Registration Number:	2161275	ROGAINE DIRECT
Registration Number:	2541567	ROGAINE RESULTS
Registration Number:	1384723	RST
Registration Number:	1896925	SDDS-PC
Registration Number:	0833477	SEBBAFON
Registration Number:	0632542	SOLU-CORTEF
Registration Number:	0656724	SOLU-DELTA-CORTEF
Registration Number:	0676234	SOLU-MEDROL
Registration Number:	2767771	
Registration Number:	2576993	STOMP
Registration Number:	2854145	STOMP DIAGNOSING DISEASE. TARGETING MEDICATION.
Registration Number:	2663839	STRONGER THAN HEREDITY
Registration Number:	0695947	SURFAK
Registration Number:	2744920	TECNIS
Registration Number:	2632368	THE 100 DAY CONTRACT
Registration Number:	2672655	THE 100-DAY CONTRACT
Registration Number:	2405143	THE BEST WAY TO STOP SUFFERING IS NEVER TO START

**TRADEMARK**

**REEL: 003001 FRAME: 0385**

Registration Number:	2586400	THE NOBLE PROGRAM
Registration Number:	1851750	TIME TO TALK
Registration Number:	2653144	TOOTH OR CONSEQUENCES
Registration Number:	2523407	TREAT FIRST
Registration Number:	2556994	
Registration Number:	1045744	TRITOP
Registration Number:	0704199	TROBICIN
Registration Number:	0687466	U
Registration Number:	1299247	UC
Registration Number:	2536488	UNICAP
Registration Number:	1600304	UNICAP JR.
Registration Number:	0664646	UNICAP M
Registration Number:	1601832	UNICAP SR.
Registration Number:	1083147	UNICAP T
Registration Number:	0708019	UNIPET
Registration Number:	0809163	UNIPET C
Registration Number:	1464260	UNIPET NUTRITABS
Registration Number:	1584205	UPJOHN
Registration Number:	0773691	UPJOHN INTERCOM
Registration Number:	1754440	VANTIN
Registration Number:	2870697	VIEWPOINTS IN VETERINARY MEDICINE
Registration Number:	1339976	VISIPAK
Registration Number:	2567134	WHAT DO WOMEN WANT?
Registration Number:	1137561	XANAX
Registration Number:	2484645	YOUFIRST
Registration Number:	2508890	YOUFIRST.COM
Registration Number:	1481372	ZEFAZONE
Registration Number:	1959144	ZINECARD
Serial Number:	78309817	0% MILK DISCARD 100% PEACE OF MIND
Serial Number:	78309820	0% MILK DISCARD 100% PEACE OF MIND
Serial Number:	76295775	A
Serial Number:	78083431	ACHIEVA
Serial Number:	78080051	ACLARIX
Serial Number:	78086070	ACRO-PHASE
Serial Number:	78202050	ACROSTUDY

Serial Number:	78478349	ACT ON IMPULSE
Serial Number:	78126740	ADVASTAT
Serial Number:	78123985	ADVASURE
Serial Number:	78083433	ALLIANT
Serial Number:	78108409	ALTIVIS
Serial Number:	78130106	ALTOZEST
Serial Number:	78102487	AMIOC
Serial Number:	78114145	APTIQA
Serial Number:	78263353	AQISO
Serial Number:	78214986	AQUISO
Serial Number:	78090692	ARCHER
Serial Number:	78089897	ARMIA
Serial Number:	78104254	AUBEO
Serial Number:	78160354	AUXEL
Serial Number:	78108410	AVALTO
Serial Number:	78130108	AVANCOR
Serial Number:	78192931	AVORCE
Serial Number:	78061993	AXXIA
Serial Number:	76248023	BBQ
Serial Number:	78097149	BEXSTAT
Serial Number:	78258291	BEXSTIJ
Serial Number:	78258294	BEXSTIN
Serial Number:	78258286	BEXTAT
Serial Number:	78107904	BEXTECH
Serial Number:	78077113	BEXTRA
Serial Number:	76212355	BUILDING TRUST. BUILDING GROWTH.
Serial Number:	76196424	BUILDING TRUST. DRIVING GROWTH.
Serial Number:	76243644	CALIBRET
Serial Number:	76243727	CAMELON
Serial Number:	78103188	CELEBREX MAXIS
Serial Number:	78070062	CENTRESOURCE
Serial Number:	78467025	
Serial Number:	78229684	CIMZIA
Serial Number:	78062073	CIVIST
Serial Number:	78104261	CONDUX

Serial Number:	76032078	CONSISTENT PORK PROGRAM
Serial Number:	78462609	CONSISTENT PORK PROGRAM
Serial Number:	78114146	CONVIVO
Serial Number:	78344897	COOL MELTS
Serial Number:	75863570	
Serial Number:	75982488	
Serial Number:	78104264	CURVUS
Serial Number:	78051634	DART
Serial Number:	78120791	DAYPRO ALTA
Serial Number:	76252644	DAYPRO XS
Serial Number:	78170539	DEPO-PROVERA LD
Serial Number:	78170533	DEPO-PROVERA LO
Serial Number:	78410036	DEPO-PROVERA LO
Serial Number:	78170525	DEPO-PROVERA LOW
Serial Number:	78371266	DEPO-PROVERA LOW
Serial Number:	78170521	DEPO-PROVERA LOW DOSE
Serial Number:	78371256	DEPO-PROVERA LOW DOSE
Serial Number:	78187470	DEPO-PROVERA MINI
Serial Number:	78187452	DEPO-PROVERA SC
Serial Number:	78187462	DEPO-PROVERA SD
Serial Number:	78187487	DEPO-PROVERA SELECT
Serial Number:	75907693	DETROL SR
Serial Number:	76148089	DETROL XL
Serial Number:	76148126	DETROL XL: ALL DAY CONFIDENCE
Serial Number:	76124878	DIRECTUS
Serial Number:	78229691	DMONDIA
Serial Number:	78104274	DOVIGA
Serial Number:	75923568	DURABLE CURE
Serial Number:	78214996	ECEO
Serial Number:	78089875	EMPRIS
Serial Number:	78222040	ENERIZE
Serial Number:	78161838	ENVIRACOR
Serial Number:	76605697	EPHESUS
Serial Number:	78130214	EPLEXA
Serial Number:	78088060	EPLEXUS



Serial Number:	78107087	EPLEXUS
Serial Number:	78072106	EPTAR
Serial Number:	78090670	EPTEON
Serial Number:	78467061	ESCAPE
Serial Number:	78027851	EVERY FLAVOR FEELS GOOD
Serial Number:	78238329	EXCEDE
Serial Number:	78086029	EXCLAIM
Serial Number:	78102489	FACILEN
Serial Number:	78261397	FAST BACK
Serial Number:	78229699	FIANZA
Serial Number:	78226834	FIRSTRESOURCE
Serial Number:	78389080	FIVINAX
Serial Number:	78094283	FRESH START
Serial Number:	78229710	FREZTA
Serial Number:	78123986	GENISTA
Serial Number:	78343496	GLACIER GRAPE
Serial Number:	78220181	GLOBAL SOURCING SOLUTIONS
Serial Number:	78079723	H.E.A.L.
Serial Number:	78184477	HARBOR
Serial Number:	76174528	HEATSYNCH
Serial Number:	78079721	HEIFER MANAGEMENT STRATEGIES
Serial Number:	78261512	HIT ARTHRITIS JOINT PAIN HARD
Serial Number:	78261434	HIT IT HARD WITH BEXTRA
Serial Number:	75849848	HYGARD
Serial Number:	78444646	HYSITE
Serial Number:	76202069	HYSITE
Serial Number:	76243729	IAPYX
Serial Number:	78351644	IDAXIV
Serial Number:	76248563	IMMUNOSYS
Serial Number:	78101174	IMPRESS
Serial Number:	78305153	INSPIRA
Serial Number:	76607097	INSPIRA
Serial Number:	76602390	INSPIRA DESIGN
Serial Number:	76607099	
Serial Number:	78435259	

Serial Number:	75450503	INVELLA
Serial Number:	76243645	INVESS
Serial Number:	78062110	IPEXO
Serial Number:	78104277	ISHARA
Serial Number:	78227227	IT ALL ADDS UP TO PATIENT SURVIVAL
Serial Number:	78418408	IT'S JUST WHAT THEY NEED
Serial Number:	78102485	JECTA
Serial Number:	76087115	JETEX
Serial Number:	78418419	JUST WHAT THEY NEED
Serial Number:	76124614	KARTA
Serial Number:	78035121	KENCEF
Serial Number:	78215009	KINDIO
Serial Number:	78090677	KIXION
Serial Number:	78062076	KOBAR
Serial Number:	78072112	LANZAR
Serial Number:	75245200	LISAR
Serial Number:	78069858	LIVATE
Serial Number:	75603334	LUNELLA
Serial Number:	78089894	LURCAR
Serial Number:	76025388	LUTAMATE
Serial Number:	78215015	MARTONIA
Serial Number:	78456451	MORE SURVIVAL WITHIN REACH
Serial Number:	76605672	MORE SURVIVAL WITHIN REACH
Serial Number:	78075770	MOTIVA
Serial Number:	78104279	MOVION
Serial Number:	78102955	NAXCEL XT
Serial Number:	78236548	NEXTRO
Serial Number:	78167284	
Serial Number:	78168237	NICOTROL PATCH
Serial Number:	78101175	NUANCE
Serial Number:	78376108	OCEAN RUSH
Serial Number:	78383144	ONSIGHT AN EXPLORATION OF GLAUCOMA TREATMENT IN SENIOR CARE
Serial Number:	78229718	ONTRIA
Serial Number:	78088321	ORTECT

Serial Number:	78090143	OSYS
Serial Number:	78064102	OXXIO
Serial Number:	76140946	
Serial Number:	78235115	P.O.W.E.R. PATIENT OUTCOME WITH BEXTRA REGIMEN
Serial Number:	78172805	PALLADIA
Serial Number:	78258295	PAREBEX
Serial Number:	78133976	PASQ
Serial Number:	78136456	PEDIA CARE
Serial Number:	78340813	PEDIA CARE. RECOMMENDED BY PEDIATRICIANS. TRUSTED BY MOMS.
Serial Number:	78086116	PHAIS
Serial Number:	75931403	PHARMACIA
Serial Number:	78060308	PHARMACIA CENTERSOURCE
Serial Number:	78060313	PHARMACIA CENTRALSOURCE
Serial Number:	78077276	PHARMACIA CENTRESOURCE
Serial Number:	78060309	PHARMACIA COMPRESOURCE
Serial Number:	75931408	PHARMACIA CORP.
Serial Number:	75907665	PHARMACIASEARLE
Serial Number:	78064643	PHIAS
Serial Number:	78064644	PIAS
Serial Number:	78336411	POLAR BERRY BLUE
Serial Number:	78267419	PRECEDE
Serial Number:	78064103	PRECIZA
Serial Number:	76110390	PRESCIENCE
Serial Number:	78463243	PREVAIL
Serial Number:	78128114	PROCISION
Serial Number:	78301939	PROVERA
Serial Number:	78126738	PROXICEF
Serial Number:	76058180	PURLYTIN
Serial Number:	78079725	Q-MAX
Serial Number:	78062079	QPYX
Serial Number:	78196667	REAL LIFE PAIN RESOURCES FOR HEALTH MANAG EMENT
Serial Number:	78398014	REDEFINING FUNCTIONAL VISION
Serial Number:	78129431	REGAGE
Serial Number:	78121390	RELIEF ON THE INSIDE, LIFE ON THE OUTSIDE

Serial Number:	78458959	REMODEL
Serial Number:	78108404	RESALTO
Serial Number:	78109586	RESCORD
Serial Number:	78109584	RESCORIDE
Serial Number:	78126405	RIVURA
Serial Number:	78172399	ROGAINE WORKS. THE SOONER THE BETTER
Serial Number:	78080050	RYCLAR
Serial Number:	78104281	RYTHIA
Serial Number:	78062087	RYZENT
Serial Number:	78111585	SAFETY COLLABORATIVE FOR THE OUPATIENT ENVIRONMENT
Serial Number:	76375596	SCOPE
Serial Number:	78229722	SCORZIA
Serial Number:	78071914	SELECTIP
Serial Number:	75931407	SELEND
Serial Number:	78102490	SERTIA
Serial Number:	78126733	SIMPLICEF
Serial Number:	78357362	SLENTROL
Serial Number:	78061986	SPECLAR
Serial Number:	78162262	SPECTRAMAST
Serial Number:	78342948	SPRING BLOOM
Serial Number:	76052034	STISUN
Serial Number:	78470721	STISUN
Serial Number:	76053483	STIVANT
Serial Number:	78399428	STIVANT
Serial Number:	78383359	STIZON
Serial Number:	78070047	STRIDES
Serial Number:	76278848	STRIDES
Serial Number:	76278847	STRIDES THE NEXT STEP IN YOUR ARTHRITIS CARE
Serial Number:	76278910	STRIDES THE NEXT STEP IN YOUR ARTHRITIS CARE
Serial Number:	76034151	SULEND
Serial Number:	78327961	SULEND
Serial Number:	75923693	SUMAVERT
Serial Number:	76053485	SUNIV
Serial Number:	78431469	SUNIV

Serial Number:	78186844	SURITY
Serial Number:	78192959	SURVELL
Serial Number:	78109902	SURVELL
Serial Number:	78061966	SYMTRIX
Serial Number:	78229738	TANEO
Serial Number:	75864539	THE 100-DAY CONTRACT
Serial Number:	78429845	THE FUTURE BEGINS TODAY
Serial Number:	78429842	THE FUTURE STARTS TODAY
Serial Number:	76281081	THERE'S HOPE, THERE'S HELP, THERE'S ROGAINE.
Serial Number:	78344890	THROATSATIONS
Serial Number:	78062090	TIRVON
Serial Number:	78229745	TONEA
Serial Number:	78126402	TRESERT
Serial Number:	78130123	VALTIA
Serial Number:	78344894	VAPOR MELTS
Serial Number:	78263366	VELCATRIX
Serial Number:	76093456	VELTIP
Serial Number:	78109589	VETRAC
Serial Number:	78075444	VIQUIST
Serial Number:	78108406	WISEON
Serial Number:	76067723	VISUN
Serial Number:	78089874	VITASC
Serial Number:	78130127	VIZIAN
Serial Number:	78104285	VONTIER
Serial Number:	78062105	VYKTRA
Serial Number:	78287800	WISPRA
Serial Number:	76324595	X
Serial Number:	78090085	X-EASE
Serial Number:	78061989	XACTIC
Serial Number:	78263358	XADROS
Serial Number:	78154433	XAL-EASE
Serial Number:	78173411	XALACOMB
Serial Number:	75854416	XALAPLUS-T
Serial Number:	75854411	XALTIMOL
Serial Number:	78275449	XANAX X-PAK

Serial Number:	78275465	XANAX X-PAX
Serial Number:	78071681	XAPTIN
Serial Number:	78114147	ZALIENT
Serial Number:	78108411	ZAPRIL
Serial Number:	75906853	ZAPTIN
Serial Number:	78067959	ZAPTIN
Serial Number:	78229750	ZAQUEST
Serial Number:	78089905	ZATAZ
Serial Number:	78108405	ZAVRIO
Serial Number:	78130129	ZESSIVOR
Serial Number:	78442423	ZIPTIP
Serial Number:	76087602	ZIPTIP
Serial Number:	78145051	ZYLEST
Serial Number:	78165628	ZYLEXIS
Registration Number:	1815386	FLEXI-TUBE
Registration Number:	1618356	PFS

**CORRESPONDENCE DATA**

Fax Number: (202)662-4643  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (202) 662-0200  
Email: wotrademark@fulbright.com  
Correspondent Name: J. Paul Williamson, Esq.  
Address Line 1: Fulbright & Jaworski L.L.P.  
Address Line 2: 801 Pennsylvania Avenue, NW  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

NAME OF SUBMITTER:	J. Paul Williamson
Signature:	/jpw/
Date:	12/30/2004

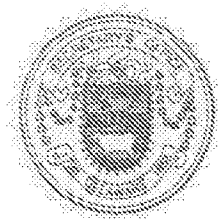
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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "PHARMACIA & UPJOHN COMPANY" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PHARMACIA & UPJOHN COMPANY" TO "PHARMACIA & UPJOHN COMPANY LLC", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF AUGUST, A.D. 2004, AT 12:48 O'CLOCK P.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

0527510 8100V

AUTHENTICATION: 3332958

040643983

DATE: 09-03-04

**TRADEMARK**  
**REEL: 003001 FRAME: 0395**

**CERTIFICATE OF CONVERSION**  
**OF**  
**PHARMACIA & UPJOHN COMPANY**  
**FROM A DELAWARE CORPORATION TO A**  
**DELAWARE LIMITED LIABILITY COMPANY**  
**PURSUANT TO SECTION 18-214 OF THE DELAWARE**  
**LIMITED LIABILITY COMPANY ACT AND SECTION 266 OF THE DELAWARE**  
**GENERAL CORPORATION LAW**

This Certificate of Conversion of Pharmacia & Upjohn Company (the "Company") is being duly executed and filed by Charles F. Raeburn, as an authorized person.

1. The date on which the Company was first formed in the State of Delaware is September 5, 1958.
2. The name of the Company under which it was originally incorporated was The Upjohn Company of Delaware, Inc., and its name immediately prior to filing this Certificate of Conversion is Pharmacia & Upjohn Company.
3. The name of the Company as set forth in its Certificate of Formation filed concurrently herewith is Pharmacia & Upjohn Company LLC.
4. The conversion has been approved in accordance with the provisions of Section 18-214(h) of the Delaware Limited Liability Company Act and Section 266(b) of the Delaware General Corporation Law.

/s/ Charles F. Raeburn  
Name: Charles F. Raeburn  
Vice President

Dated: August 13, 2004