

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Odyssey Pharmaceuticals, Inc.		06/30/2004	CORPORATION: NEW JERSEY
RECEIVING PARTY DATA			
Name:	Odyssey Pharmaceuticals, Inc.		
Street Address:	200 Park Avenue		
City:	Florham Park		
State/Country:	NEW JERSEY		
Postal Code:	07932		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2837320	VOSPIRE	
Registration Number:	2902246	VOSPIRE ER	
CORRESPONDENCE DATA			
Fax Number:	(212)813-5901		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-813-5900		
Email:	dsullivan@frosszelnick.com		
Correspondent Name:	Nancy C. DiConza		
Address Line 1:	Fross Zelnick Lehrman & Zissu, P.C.		
Address Line 2:	866 United Nations Plaza		
Address Line 4:	New York, NEW YORK 10017		
ATTORNEY DOCKET NUMBER:	ODYP - 0205375		
NAME OF SUBMITTER:	Nancy C. DiConza		
Signature:	/nancy c. diconza/		

CH \$65.00 2837320

Date:

10/20/2005

Total Attachments: 5

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ASSIGNMENT OF TRADEMARKS AND TRADE NAMES

WHEREAS, **Odyssey Pharmaceuticals, Inc.**, a corporation organized under the laws of New Jersey, located at 72 Eagle Rock Avenue, East Hanover, New Jersey (hereinafter called "ASSIGNOR") in consideration of the sum of **REDACTED** or the equivalent thereof, and other good and valuable consideration, the sufficiency of which and receipt of which are hereby acknowledged, paid to it by

ODYSSEY PHARMACEUTICALS, INC.

a corporation organized under and pursuant to the laws of DELAWARE having principal place of business at 72 Eagle Rock Avenue, East Hanover, NJ 07936 (hereinafter called "ASSIGNEE"), does hereby sell and assign to the said ASSIGNEE, its successors and assigns all its right, title, and interest, including priority rights, in and to the trademarks and trade names set forth on **Schedule A** hereto and made a part hereof, together with the goodwill of the business associated therewith, including without limitation all rights in and to all fictitious name filings and all trademark registrations which may have been issued in respect thereof, said interest being **ASSIGNOR'S entire ownership interest** in the same, to be held and enjoyed by said ASSIGNEE, its successors, assigns, or other legal representatives, to the full end of the term thereof, as fully and entirely as the same would have been held and enjoyed by ASSIGNOR if this assignment and sale had not be made;

This Assignment of Trademarks and Trade Names includes all of the ASSIGNOR'S rights (a) to apply for registration of any such trademarks and/or trade names in any jurisdictions where such registration is desired by the ASSIGNEE, (b) to renew any existing registrations, (c) to claim for any and all damages by reason of past infringement of such trademarks and or trade names, and (d) to sue for and collect the same for ASSIGNEES'S own use and enjoyment and for the use and enjoyment of its successors and assigns.

This assignment shall have an effective date corresponding to the last date of **execution.**

I declare under penalty of perjury under the laws of the United States of America, and under penalty of the laws of any other jurisdiction before which this document may be presented, that I am an officer of the above-identified ASSIGNOR, that I have signed this document on behalf of ASSIGNOR with the full authority of its board of directors, and that all of the foregoing is true and correct.

Dated: June 30, 2004

By: Paul Rubelt

Name: PAUL LUBETKIN

Title: Sr. Vice President

ACCEPTANCE BY ASSIGNEE

I hereby accept this assignment on behalf of said ASSIGNEE. I declare under penalty of perjury under the laws of the United States of America, and under penalty of the laws of any other jurisdiction before which this document may be presented, that I am an officer of the above-identified ASSIGNEE, that I have signed this document on behalf of ASSIGNEE with the full authority of its board of directors, and that all the foregoing is true and correct.

Dated: June 30, 2004

By: Paul Rubelt

Name: PAUL LUBETKIN

Title: Sr. Vice President

SCHEDULE A

Trademark

Country

**Registration No./Serial
No.**

Redacted

Trademark

Country

Registration No./Serial
No.

Redacted

VoSpire

USA

2837320

Redacted

Trademark

Country

Registration No./Serial
No.

Redacted

Vospire ER

United States

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Redacted