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
Madaus AG		106/09/2005	JOINT STOCK COMPANY: GERMANY

RECEIVING PARTY DATA

Name:	MADAUS GmbH
Street Address:	Colonia Allee 15
City:	Cologne
State/Country:	GERMANY
Postal Code:	51067
Entity Type:	LIMITED LIABILITY COMPANY: GERMANY

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	76355861	AGIOLAX
Serial Number:	78466697	REPARIL
Serial Number:	78594614	MADAUS NATURE AND SCIENCE
Serial Number:	78675877	ECHINACIN
Registration Number:	2614025	LEGALON
Registration Number:	1776994	ECHINAGUARD

CORRESPONDENCE DATA

Fax Number: (202)672-5399

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

202-672-5300 Phone:

Email: PTOMailWashington@foley.com

FOLEY & LARDNER LLP Correspondent Name: 3000 K Street, N.W. Address Line 1:

Address Line 2: Suite 500

Washington, DISTRICT OF COLUMBIA 20007-5143 Address Line 4:

TRADEMARK

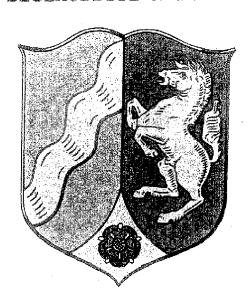
REEL: 003201 FRAME: 0136

ATTORNEY DOCKET NUMBER:	017322-0101			
DOMESTIC REPRESENTATIVE				
Name: FOLEY & LARNDER LLP Address Line 1: 3000 K Street, N.W. Address Line 2: Suite 500 Address Line 4: Washington, DISTRICT OF COLUMBIA 20007-5143				
NAME OF SUBMITTER:	Norm J. Rich			
Signature:	/norm j. rich/			
Date:	11/30/2005			
Total Attachments: 3 source=assigndoc#page1.tif source=assigndoc#page2.tif				

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TRADEMARK
REEL: 003201 FRAME: 0137

BEGLAUBIGTE ABSCHRIFT



Die Übereinstimmung dieser Abschrift mit der mir vorliegenden Urschrift beglaubige ich.

Kölm - Kalk, den 13. oktober 2005.

NOTAR

KLAUS - PETER ROGGENDORFF

NOTAR

Köln- Kalk, Kalker Hauptstraße 137, 51103 Köln Telefon (0221) 98576-0, Fax (0221) 85 48 72

> TRADEMARK REEL: 003201 FRAME: 0138

Declaration on the global Transfer and Re-Registration of Trademarks

The parties MADAUS AG, located at: Colonia Allee 15, 51067 Cologne, Germany, and MADAUS GmbH, also located at: Colonia Allee 15, 51067 Cologne, Germany, both pharmaceutical companies constituted and existing under the Laws of the Federal Rebublic of Germany, wish to effect a global trademark re-registration.

MADAUS AG has by virtue of a Spin-Off-Agreement dated June 9, 2005 under the German Legislatory Act on Change of Legal Form, "Umwandlungsgesetz", of October 28, 1994, transferred all its assets and liabilities related to its pharmaceutical division to MADAUS GmbH.

This transfer included the assignment of all trademarks registered in the name of MADAUS AG as well as pending trademark registrations worldwide, together with the goodwill connected with the use of these trademarks, so that with the signing date of the above said Spin-Off-Agreement MADAUS GmbH became according to the Laws of the Federal Republic of Germany the sole and only owner of the said trademarks.

Furthermore, since MADAUS AG is the legal successor of the firm "Dr. Madaus GmbH & Co", that in turn was the legal successor of the firm "Dr. Madaus & Co.", which herewith is proven by the Annex "Certificate of Local Court Köln, Ref. HRB 19451, of February 14, 2005", the trademark transfer included not only all trademarks that are registered or filed in the name of MADAUS AG, but also of any trademark that may be still registered in any national or international trademark register in the name of "Dr. Madaus & Co." or in the name of "Dr. Madaus GmbH & Co".

In the light of the aforesaid MADAUS AG agrees that MADAUS GmbH requests with the national and international Trademark Offices for recordation of the change of ownership from MADAUS AG to MADAUS GmbH

Cologne, October 12, 2005

MADAUS AG

MADAUS GmbH

Marc Trube ppa. Helmut Müller

Dr. Rainer Rogasch

ppa. Dr. Carl Schneider

TRADEMARK
REEL: 003201 FRAME: 0139

- I, the undersigned, Klaus-Peter Roggendorff Public Notary in Köln-Kalk, received this act and read it to the signers, and sure of their identity I declare that they signed it up in front of me.
- I also declare that according to the German law,
- a) the signers Mr. Marc Trube and Mr. Helmut Müller are the legal representatives of the company Madaus AG

and

b) the signers Mr. Dr. Rainer Rogasch and Mr. Dr. Carl Schneider are the legal representatives of the company Madaus GmbH.

Köln - Kalk, 13.10.2005



caz: Ruggandanii

Notar Roggendorff in Köln - Kalk

> TRADEMARK REEL: 003201 FRAME: 0140

RECORDED: 11/30/2005