

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
Alkermes, Inc.		10/12/2005	CORPORATION: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Cephalon, Inc.		
Street Address:	41 Moores Road		
City:	Frazer		
State/Country:	PENNSYLVANIA		
Postal Code:	19355		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	76544129	VIVITREX	
Registration Number:	2660659	VIVITREX	
CORRESPONDENCE DATA			
Fax Number:	(202)739-3001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-739-5216		
Email:	trademarks@morganlewis.com		
Correspondent Name:	James R. Sims III		
Address Line 1:	1111 Pennsylvania Avenue, NW		
Address Line 2:	Attn.: TMSU		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		
ATTORNEY DOCKET NUMBER:	26723-0011		
NAME OF SUBMITTER:	Margaret A. Delacruz, Senior Paralegal		
Signature:	/Margaret A. Delacruz/		

CH \$65.00 76544129

Date:

01/18/2006

Total Attachments: 2

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United States

TRADEMARK ASSIGNMENT

This Assignment is made as of the 17th day of October, 2005, by Alkermes, Inc., a corporation existing under the laws of Pennsylvania, having a principal place of business at 88 Sidney Street, Cambridge, Massachusetts 02139 ("Assignor"), in favor of Cephalon, Inc., a corporation existing under the laws of Delaware, having a principal place of business at 41 Moores Road, Frazer, Pennsylvania 19355 ("Assignee").

WHEREAS, Assignor is the owner of all right, title and interest in and to the trademarks and/or trademark applications set forth in the attached Schedule A (the "Marks"), the federal registrations therefor, and the goodwill developed through the use of the Marks;

WHEREAS, Assignee desires to acquire all right, title, and interest in and to the Marks, the federal registrations therefor, and the goodwill developed through the use of the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby assigns and transfers to Assignee, the entire right, title, and interest in and to the Marks, any applications for federal registration therefor, and the goodwill of the business symbolized by the Marks. All rights and privileges, including the right to sue for and receive all damages from past infringements of the Marks, will be held and enjoyed by the Assignee, its successors, assigns and other legal representatives.

Alkermes, Inc.

By: Claire M. Vasios
Name: Claire M. Vasios, Ph.D.
Title: Vice President, Intellectual Property

Cephalon, Inc.

By: Robert T. Hrubiec
Name: Robert T. Hrubiec, Ph.D., J.D.
Title: Vice President, Intellectual Property & Chief Patent Counsel

United States

SCHEDULE A

Mark
VIVITREX
VIVITREX and Design

U.S. Trademark
Registration No.
2,660,659
Application No.
76/544,129