

FORM PTO-1594

(Rev. 10/02)

OMB No. 0851-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE

U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies) thereof.

1. Name of conveying party(ies):

Celltech Manufacturing, Inc.

- Individual
- General Partnership
- XX Corporation
- Other

- Association
- Limited Partnership

Citizenship - Delaware

Additional name(s) of conveying party(ies) attached? No

2. Name and address of receiving party(ies):

Name: UCB Manufacturing, Inc.
Address: 755 Jefferson Road, Rochester, NY 14623

- Individual
- Association
- General Partnership
- Limited Partnership
- XX Corporation
- Other

Citizenship - Delaware

If assignee is not domiciled in the United States, a domestic representative designation is attached: No

(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? No

3. Nature of conveyance:

- Assigns the entire interest and goodwill
- Merger
- Security Agreement
- XX Change of Name
- Change of Assignee Address

Execution Date: March 31, 2005

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

0,656,009

Additional numbers attached? No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: WENDEROTH, LIND & PONACK, L.L.P.
Internal Address: Jeffrey R. Filipek
Street Address: 2033 K Street, N.W., Suite 800
City: Washington, State: DC ZIP: 20006-1021

6. Total number of applications and registrations involved: 1

7. Total fee (37 C.F.R. 2.6(b)(6) & § 3.41) \$40

Enclosed Check No. _____
XX Authorized to be charged to deposit account

8. Deposit account number: 23-0975

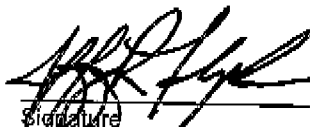
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Jeffrey R. Filipek
Name of Person Signing



February 13, 2006
Date

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450.

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Delaware

PAGE 1

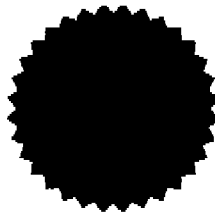
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CELLTECH MANUFACTURING, INC.", CHANGING ITS NAME FROM "CELLTECH MANUFACTURING, INC." TO "UCB MANUFACTURING, INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2005, AT 4:37 O'CLOCK P.M.

~~A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.~~

2630050 8100

050263890



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3782157

DATE: 03-31-05

TRADEMARK
REEL: 003259 FRAME: 0290

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION**

CELLTECH MANUFACTURING, INC. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, **DOES HEREBY CERTIFY:**

FIRST: The original name of the Corporation was Medeva Rochester Inc. and the date of filing the original Certificate of Incorporation of the Corporation with the Secretary of State of the State of Delaware was June 3, 1996. A Certificate of Amendment of Certificate of Incorporation, changing the name of the Corporation to Medeva Pharmaceuticals Manufacturing, Inc., was filed with the Secretary of State of the State of Delaware on June 24, 1996. A Certificate of Amendment of Certificate of Incorporation, changing the name of the Corporation to Celltech Manufacturing, Inc., was filed with the Secretary of State of the State of Delaware on February 16, 2001.

SECOND: That the Board of Directors of said Corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted the following resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation:

RESOLVED, that the name of the Corporation shall be changed to UCB Manufacturing, Inc. and that **ARTICLE FIRST** of the Certificate of Incorporation of this Corporation, as heretofore amended, be amended to read as follows:

"FIRST: Name. The name of the corporation is UCB Manufacturing, Inc."

THIRD: That in lieu of a meeting and vote of stockholders, the holders of a majority of the outstanding shares of Common Stock of the Corporation, the only class of stock of the Corporation, have given their written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware, and written notice of the adoption of the amendment has been given as provided in Section 228 of the General Corporation Law of the State of Delaware to every stockholder of the Corporation entitled to such notice.

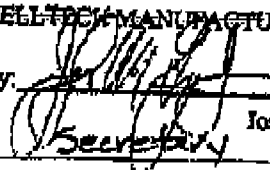
FOURTH: That said amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

FIFTH: That the capital of the Corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said **CELLTECH MANUFACTURING, INC.** has caused this Certificate to be signed as of this 31st day of March, 2005.

CELLTECH MANUFACTURING, INC.

By



Joseph M. Grayner, Jr.

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:55 PM 03/31/2005
FILED 04:37 PM 03/31/2005
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