

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sankyo Pharma Inc.		03/31/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Daiichi Sankyo, Inc.
Street Address:	Two Hilton Court
City:	Parsippany
State/Country:	NEW JERSEY
Postal Code:	07054
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 34

Property Type	Number	Word Mark
Serial Number:	75901091	WELCHOL
Serial Number:	76387014	PIVACAR
Serial Number:	76387019	TARACOR
Serial Number:	76386923	NEXELOR
Serial Number:	78276948	WELCHOL
Serial Number:	78299194	EFFICACY WITHOUT ABSORPTION
Serial Number:	78299707	AN UNMET NEED
Serial Number:	78300715	STRENGTH AGAINST PRESSURE
Serial Number:	78300702	EXPAND THE POSSIBILITIES
Serial Number:	78300681	MILLIMETERS MATTER
Serial Number:	78340965	EVACOL
Serial Number:	78455596	PRIVA
Serial Number:	78455543	IRRIVA
Serial Number:	78466874	BENIPINE

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Serial Number:	78466871	BENIVASC
Serial Number:	78574264	SAVAS
Serial Number:	78581338	PURCOL
Serial Number:	78628102	PLATAR
Serial Number:	78628174	PLATOR
Serial Number:	78675082	UNDER PRESSURE LOWER BLOOD PRESSURE IS THE GOAL.
Serial Number:	78675075	UNDER PRESSURE
Serial Number:	78786423	PIVISTAT
Serial Number:	78786430	PIVATEN
Serial Number:	78786429	NEXOR
Serial Number:	78791188	TAVACOR
Serial Number:	78791243	PREXACOR
Serial Number:	78791247	TAVACAR
Serial Number:	78817364	WELCHOL TABLETS (COLESEVELAM HCL)
Serial Number:	78817367	WELCHOL
Serial Number:	78817370	GLUCOCHOL
Serial Number:	78817373	AZOR
Serial Number:	78817376	WELTALK
Serial Number:	78786427	SANCOL
Serial Number:	78817356	WELTALK

CORRESPONDENCE DATA

Fax Number: (202)662-6291

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

Phone: 202-662-5188

Email: trademarks@cov.com

Correspondent Name: Bingham B . Leverich, Esq.

Address Line 1: 1201 Pennsylvania Avenue, N.W.

Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER:	029765.00101
NAME OF SUBMITTER:	Cheryl L. Fountain/Paralegal Specialist
Signature:	/cheryllfountain/
Date:	04/10/2006

Total Attachments: 3

TRADEMARK
REEL: 003286 FRAME: 0080

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Delaware

PAGE 1

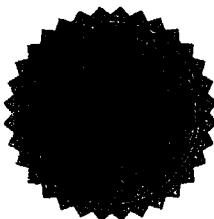
The First State

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 RESTATED CERTIFICATE OF "SANKYO PHARMA INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2006, AT 5 O'CLOCK P.M.

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

2675816 8100

060308348



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4637749

DATE: 03-31-06

TRADEMARK
REEL: 003286 FRAME: 0082

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
SANKYO PHARMA INC.

It is hereby certified that:

1. The present name of the corporation is Sankyo Pharma Inc. (the "Corporation").
2. The Corporation was originally incorporated under the name Sankyo Pharma Inc. on October 22, 1996 by the filing of its original certificate of incorporation with the Secretary of State of the State of Delaware.
3. This Amended and Restated Certificate of Incorporation was duly adopted in accordance with the provisions of Sections 228, 242 and 245 of the Delaware General Corporation Law.
4. The certificate of incorporation of the Corporation is hereby amended and restated to read in its entirety as set forth in the attached Exhibit A.

Executed as of March 31, 2006

By 

Name: Craig B. Bleifer
Title: Secretary

Merger Three: DPH into SPI
ny-681211

Exhibit A

FIRST: The name of the Corporation is **DAICHI SANKYO, INC.**

SECOND: The registered office of the Corporation in the State of Delaware is at Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801, and its registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.

FOURTH: The total number of shares of stock which the Corporation is authorized to issue is 200 shares of Common Stock, without par value, all of which shall be of the same class. Each holder thereof shall be entitled to one vote at all meetings of stockholders for each share of such stock standing in his name on the books of the Corporation on the record date fixed for such meeting.

FIFTH: A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except as otherwise provided by the Delaware General Corporation Law as the same exists or may hereafter be amended.

SIXTH: The Board of Directors of the Corporation without the assent or vote of the stockholders shall have the power to adopt alter, amend or repeal the By-Laws of the Corporation

SEVENTH: The Corporation reserves the right to amend, alter, change or repeal any provision set forth in this Certificate of Incorporation in the manner now or hereafter prescribed by law.

Merger Three: DPH into SPI
ny-081211