

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Sankyo Pharma Inc.		03/31/2006	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	Daiichi Sankyo, Inc.		
Street Address:	1209 Orange Street		
Internal Address:	Corporation Trust Center		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19801		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
Property Type	Number	Word Mark	
Registration Number:	2854277		
Registration Number:	2885390	SINGLES	
Registration Number:	2834898	THE POWER DROP	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(202)408-4400		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2024084000		
Email:	docketing@finnegan.com, lynn.jordan@finnegan.com, katheleen.thomas@finnegan.com		
Correspondent Name:	Lynn M. Jordan		
Address Line 1:	901 New York Avenue, N.W.		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20001-4413		
NAME OF SUBMITTER:	Lynn M. Jordan		
Signature:	/Lynn M. Jordan/		

OP \$90.00 2854277

Date:

04/12/2006

**Total Attachments: 3**

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# Delaware

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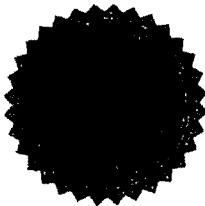
*The First State*

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: 003288 FRAME: 0326


State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:29 PM 03/31/2006  
FILED 05:00 PM 03/31/2006  
SRV 060308348 - 2675816 FILE

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

TRADEMARK  
REEL: 003288 FRAME: 0327

Exhibit A

FIRST: The name of the Corporation is DAIICHI 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