

3/3/6

03-08-2006

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

REC 7



103192336

J.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Wagner Pharmaceuticals, Inc

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State of Ohio, Other

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: January 17, 2006

2. Name and address of receiving party(ies)

Name: Berkeley Premium Nutraceuticals, Inc.

Internal Address:

Street Address: 1661 Weycross Road

City Cincinnati State OH Zip: 45240-2820

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State of Ohio, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) 78/257,758

B. Trademark Registration No.(s) 2,577,397

Additional number(s) attached Yes No

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

Name: Michael A. Marrero

Internal Address: Ulmer & Berne LLP, 2800 Convergys Center

Street Address: 600 Vine Street

City Cincinnati State OH Zip: 45202-2409

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed, Authorized to be charged to deposit account if necessary

8. Deposit account number:

58018 50-1884

DO NOT USE THIS SPACE

9. Signature.

Michael A. Marrero

Name of Person Signing

Michael A. Marrero

Signature

1/20/2006

Date

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

03/06/2006 DBYRNE 00000131 78257758

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:8521 02 FC:8522

40.00 OP 25.00 OP

TRADEMARK REEL: 003310 FRAME: 0338

TRADEMARK ASSIGNMENT

WHEREAS, Wagner Pharmaceuticals, Inc., an Ohio corporation having an address of 4181 Crossgate Lane, Cincinnati, Ohio 45236 (hereinafter "Assignor"), represents that it is the owner of the trademarks that are the subject of the U.S. Patent & Trademark Office registrations and applications listed on Exhibit A (the "Marks"); and

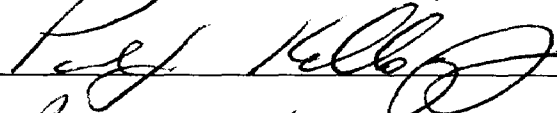
WHEREAS, Berkeley Premium Nutraceuticals, Inc., incorporated under the laws of Ohio and having an address of 1661 Waycross Road, Cincinnati, Ohio 45240-2820 (hereinafter "Assignee"), is desirous of acquiring said Marks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign to ASSIGNEE all of its right, title and interest in and to said Marks, together with the entire business symbolized by said Marks, the goodwill of the business symbolized by said Marks, and the right to sue for past, present and future infringements of the Marks and the right to collect and own any monetary or other damages as a result thereof.

ASSIGNOR further agrees that, without further consideration, it will cause to be performed such other lawful acts, and to be executed such further assignments and other lawful documents, as ASSIGNEE may from time to time reasonably request to effect fully this Assignment and to permit ASSIGNEE to be duly recorded as the registered owner of the Marks in the United States.

IN TESTIMONY WHEREOF, ASSIGNOR has caused this agreement to be executed effective as of this 17 day of JANUARY, 2006.

WAGNER PHARMACEUTICALS, INC.

By: 

PAUL J. KELLOGG
Print Name

V.P. / Gen. Counsel
Title

EXHIBIT A

1. ROVICID, Reg. 2,877,397
2. TAKE CONTROL. TAKE ROVICID. Ser. 78/257,758