

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Midlothian, LLC		09/26/2006	LIMITED LIABILITY COMPANY: ALABAMA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ProEthic Pharmaceuticals, Inc.		
<b>Street Address:</b>	530 Industrial Park Blvd		
<b>City:</b>	Montgomery		
<b>State/Country:</b>	ALABAMA		
<b>Postal Code:</b>	36117		
<b>Entity Type:</b>	CORPORATION: ALABAMA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2917865	UDAMIN	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(205)930-5101		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	205-930-5141		
<b>Email:</b>	tryan@sirate.com		
<b>Correspondent Name:</b>	C. Brandon Browning		
<b>Address Line 1:</b>	2311 Highland Avenue South		
<b>Address Line 4:</b>	Birmingham, ALABAMA 35205		
<b>ATTORNEY DOCKET NUMBER:</b>	44007-2		
<b>NAME OF SUBMITTER:</b>	C. Brandon Browning		
<b>Signature:</b>	/cbb/		
<b>Date:</b>	10/12/2006		

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Total Attachments: 3  
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## **ASSIGNMENT OF TRADEMARK AND ASSOCIATED GOODWILL**

Whereas, Midlothian, LLC, an Alabama limited liability company ("Assignor"), claims ownership of the common law and statutory rights to the trademark attached hereto as Exhibit "A," including the federal registration thereof (Registration No. 2917865) (hereinafter collectively referred to as the "Trademark");

Whereas, ProEthic Pharmaceuticals, Inc. (hereinafter "ProEthic") is desirous of acquiring all of Assignor's right, title, and interest in and to the Trademark and the goodwill of the business associated therewith;

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, convey and transfer to ProEthic, all of Assignor's right, title and interest in and to the Trademark (including federal registration number 2917865), together with the goodwill of the business symbolized by the Trademark and common law rights thereto, the same to be held and enjoyed by ProEthic, for its own use and benefit and that of its successors, assigns and legal representatives, together with all claims for damages by reason of past infringement, with the right to sue for and collect the same for its own use and for the use of its successors, assigns or other legal representatives.

Assignor represents and warrants to ProEthic that it has full right, power and authority to make this assignment to ProEthic in the manner set forth above, and that Assignor is transferring to ProEthic good and marketable title to the Trademark, free and clear of all liens, security interests, claims, interests, options, encumbrances, or indebtedness of any kind.

Assignor does hereby covenant and agree to execute and deliver such other and further instruments and take such other and further actions as may be necessary or appropriate to transfer to ProEthic any and all interest in and to the Trademark.

EXHIBIT "A"

UDAMIN

Registration No. 2,917,865

Midlothian, LLC, an Alabama limited liability company

By: Tom Murray  
Its President  
9/26/06  
Date

ProEthic Pharmaceuticals, Inc.

By: Carl Whalley  
Its CEO & CHAIRMAN  
10/11/06  
Date