

**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>
Andrx Pharmaceuticals, LLC		11/03/2006	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Teva Pharmaceuticals USA, Inc.		
<b>Street Address:</b>	1090 Horsham Road		
<b>City:</b>	North Wales		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	19454-1090		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78181495	PREVIFEM	
<b>Serial Number:</b>	78181501	TRI-PREVIFEM	
<b>Serial Number:</b>	78789496	CYCLAFEM	
<b>Serial Number:</b>	78169349	CYCLAFEM 1/35	
<b>Serial Number:</b>	78789508	CYCLAFEM 7/7/7	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)425-5288		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212-425-7200		
<b>Email:</b>	tmdocketny@kenyon.com		
<b>Correspondent Name:</b>	Howard J. Shire, Esq.		
<b>Address Line 1:</b>	One Broadway		
<b>Address Line 4:</b>	New York, NEW YORK 10004		
<b>ATTORNEY DOCKET NUMBER:</b>	1907/		

CH \$140.00 78181495

NAME OF SUBMITTER:	Howard J. Shire, Esq.
Signature:	/Howard J. Shire/
Date:	11/15/2006
Total Attachments: 2 source=Andrx Pharmaceuticals to Teva USA assignment - 11-15#page1.tif source=Andrx Pharmaceuticals to Teva USA assignment - 11-15#page2.tif	

**ASSIGNMENT OF REGISTERED TRADEMARKS AND PENDING  
APPLICATIONS**

WHEREAS, Andrx Pharmaceuticals, LLC, a Delaware limited liability company located and doing business at 4955 Orange Drive, Davie, Florida 33314 (hereinafter "Andrx") desires to sell all its of its assets relating to certain oral contraceptive products.

WHEREAS, Teva Pharmaceuticals USA, Inc., a Delaware corporation, (hereinafter "Teva") desires to purchase all of Andrx's assets relating to such oral contraceptive products.

WHEREAS, Andrx has adopted, used and is using the following trademarks which are registered in the United States Patent and Trademark Office in connection with certain oral contraceptive products:

<u>MARK</u>	<u>Serial No.</u>	<u>Registration Number</u>
PREVIFEM	78/181,495	2,872,678
TRI-PREVIFEM	78/181,501	2,872,679

WHEREAS, Andrx has filed and currently has pending the following intent to use trademark applications with the United States Patent and Trademark Office for use on oral contraceptive products:

<u>MARK</u>	<u>Serial No.</u>
CYCLAFEM	78/789,496
CYCLAFEM 1/35	78/169,349
CYCLAFEM 7/77	78,789,508

WHEREAS, the foregoing trademarks, trademark registrations and trademark intent to use applications, including the goodwill associated therewith, are owned by Andrx and are assets of Andrx relating to its oral contraceptive products.

NOW, THEREFORE, pursuant to the terms and conditions of the Bill of Sale and Assignment Agreement dated as of the date of this Assignment, Andrx does hereby sell and assign all rights, title and interest in and to such trademarks, said trademark registrations and said trademark intent to use applications, together with the good will of the oral contraceptive product business symbolized by the trademarks to Teva.

This Assignment is executed this 3<sup>rd</sup> day of November, 2006

ANDRX PHARMACEUTICALS, LLC

By: 

Name: Thomas P. Rice

Title: Chief Executive Officer

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RECORDED: 11/16/2006

TRADEMARK  
REEL: 003429 FRAME: 0597