

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Merger/name change		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
American Pharmaceutical Partners, Inc.		04/18/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Abraxis Bioscience, Inc.		
Street Address:	11755 Wilshire Blvd.,		
Internal Address:	20th Floor		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90025		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1434449	P.T.E.	
Registration Number:	1423564	NEOTRACE	
Registration Number:	1423565	PEDTRACE	
CORRESPONDENCE DATA			
Fax Number:	(312)616-5700		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-616-5652		
Email:	lsullivan@leydig.com		
Correspondent Name:	Lynn A. Sullivan		
Address Line 1:	Two Prudential Plaza, 180 N. Stetson		
Address Line 2:	Suite 4900		
Address Line 4:	Chicago, ILLINOIS 60601-6731		
ATTORNEY DOCKET NUMBER:	251970		

CH \$90.00 1434449

NAME OF SUBMITTER:	Lynn A. Sullivan
Signature:	/Lynn A. Sullivan/
Date:	12/06/2006
Total Attachments: 3 source=Merger document#page1.tif source=Merger document#page2.tif source=Merger document#page3.tif	

Delaware

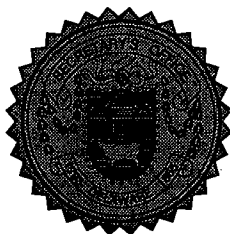
PAGE 1

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 CERTIFICATE OF MERGER, WHICH MERGES:

"AMERICAN BIOSCIENCE, INC", A CALIFORNIA CORPORATION,
WITH AND INTO "AMERICAN PHARMACEUTICAL PARTNERS, INC." UNDER THE NAME OF "ABRAXIS BIOSCIENCE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF APRIL, A.D. 2006, AT 9 O'CLOCK P.M.

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



3430252 8100M

060361520

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4676633

DATE: 04-19-06

TRADEMARK
REEL: 003439 FRAME: 0121

**CERTIFICATE OF MERGER
OF
AMERICAN BIOSCIENCE, INC.
INTO**

AMERICAN PHARMACEUTICAL PARTNERS, INC.

Under Section 252 of the Delaware General Corporation Law ("DGCL")

The undersigned American Pharmaceutical Partners, Inc., a Delaware corporation (the "Company"), DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
American BioScience, Inc.	California
American Pharmaceutical Partners, Inc.	Delaware

SECOND: That an agreement and plan of merger between the Company and American BioScience, Inc., dated November 27, 2005 (the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The Company shall be the surviving corporation of the merger (the "Surviving Corporation"). At the effective time of the merger, the name of the Surviving Corporation will be amended to be Abraxis Bioscience, Inc. as set forth in Article Fourth.

FOURTH: The Amended and Restated Certificate of Incorporation of the Company shall be the Certificate of Incorporation of the Surviving Corporation, with such Amended and Restated Certificate of Incorporation being amended as follows:

(a) Section 1 of the Amended and Restated Certificate of Incorporation is amended to read in its entirety as follows:

"Section 1

The name of the corporation is Abraxis BioScience, Inc. (the "Corporation")."

(b) Section 4.1 of the Amended and Restated Certificate of Incorporation is amended to read in its entirety as follows:

"4.1 The aggregate number of shares of capital stock which the Corporation shall have authority to issue is 356,000,000, consisting of 350,000,000 shares of common stock, \$.001 par value per share ("Common Stock"), and 6,000,000 shares of preferred stock \$.001 par value per share ("Preferred Stock")."

Certificate of Merger_v1

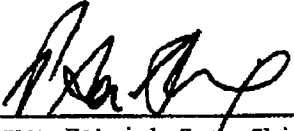
FIFTH: The executed Merger Agreement is on file at an office of the Surviving Corporation at 1501 East Woodfield Road, Suite 300 East, Schaumburg, Illinois 60173-5837.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of American BioScience, Inc., the only constituent corporation which is not a Delaware corporation, is 300,000,000 shares of common stock and 32,500,000 shares of preferred stock.

Dated: April 18, 2006

AMERICAN PHARMACEUTICAL PARTNERS, INC.

By: 
Name: Patrick Soqn-Shiong
Title: Chief Executive Officer