

04-02-2007



EET
Y

2007 MAR 29 PM 2:41

103390136

To the Director of the U. S. Patent and Trademark Office

Send documents on the new address(es) below

FINANCE SECTION

3.29.07

1. Name of conveying party(ies):

Andrx Labs, LLC as successor-in-interest to Andrx Labs, Inc., a Florida corporation

- Individual(s)
- General Partnership
- Corporation- State: _____
- Other Limited Liability Company
- Association
- Limited Partnership

Citizenship (see guidelines) Delaware

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) March 16, 2007

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Athlon Pharmaceuticals, Inc.

Internal Address: _____

Address: _____

Street Address: 301 Snow Drive

City: Birmingham

State: Alabama

Country: USA Zip: 35209

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Mississippi
- Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

888,938

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
IC 005. US 018. G & S: PRESCRIPTION MEDICINE FOR BRONCHITIS, RHINITIS, SINUSITIS, RESPIRATORY CONGESTION, AND RELATED CONDITIONS.

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

Name: William C. Penick, IV

Internal Address: _____

Street Address: 248 E. Capitol St., Suite 1400

City: Jackson

State: Mississippi Zip: 39201

Phone Number: (601) 948-3101

Fax Number: (601) 960-6902

Email Address: cpenick@brunini.com

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature: [Signature] Signature

3.21.07 Date

03/30/2007 DBYRNE 00000012 888938

01 FC:8521

[Signature]
Robby J. King, Jr., President
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK ASSIGNMENT

(ENTEX)

This Trademark Assignment dated as of March 16, 2007, is made by and between Andrx Labs, LLC, a Delaware limited liability company, as successor in interest to Andrx Labs, Inc., a Florida corporation ("Assignor"), and Athlon Pharmaceuticals, Inc., a Mississippi corporation ("Assignee").

A. Assignor's predecessor in interest adopted, used, and Assignor or its Affiliate is presently using and is the owner of the entire right, title and interest in and to the trademarks, including registrations and applications therefore, identified in Schedule A Attached hereto (the "Trademarks");

B. Assignee desires to acquire Assignor's entire right, title and interest in and to the Trademarks;

C. Assignor makes this assignment pursuant to the closing delivery requirements set forth in Section 5.02 of that certain Entex Asset Purchase Agreement, dated March 14, 2007, by and among Andrx Therapeutics, Inc., a Florida corporation, Andrx Labs, LLC, a Delaware limited liability company, and Assignee (the "Asset Purchase Agreement"), under which Assignee purchased certain Purchased Assets (as defined therein) from Assignor, including but not limited to the Trademarks; and

D. NOW, THEREFORE, for good and valuable consideration stated in the Asset Purchase Agreement, the receipt and adequacy of which is hereby acknowledge, the parties agree as follows:

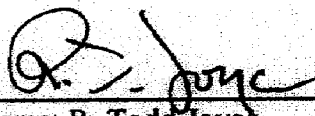
1. Assignor does hereby sell, assign, and transfer unto Assignee the entire right, title and interest of Assignor in and to the Trademark, together with the goodwill of the business symbolized by said Trademark and associated therewith, including the right to bring actions for infringement of the Trademark occurring prior to the date of the this Trademark Assignment.

2. Assignor covenants and agrees that it will, upon the reasonable request of the Assignee, execute and deliver, any and all documents provided by Assignee that may be necessary or desirable to transfer to Assignee, its successors or other legal representative, the Assignor's right, title and interest in and to such Trademarks.

3. Except as set forth in the Asset Purchase Agreement, Assignor makes no warranty, express or implied, with respect to the Trademarks involved in this assignment and Assignee shall have no recourse against Assignor therefore.

IN WITNESS WHEREOF, each party has caused its proper officer to execute this Trademark Assignment effective as of the date first above written.

ANDRX LABS, LLC



Name: R. Todd Joyce

Title: Vice President and Corporate Controller

ATHLON PHARMACEUTICALS, INC.

Name: Bobby J. King, Jr.

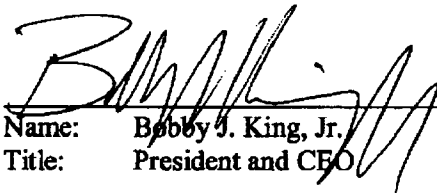
Title: President and CEO

IN WITNESS WHEREOF, each party has caused its proper officer to execute this Trademark Assignment effective as of the date first above written.

ANDRX LABS, LLC

Name: R. Todd Joyce
Title: Vice President and Corporate Controller

ATHLON PHARMACEUTICALS, INC.



Name: Bobby J. King, Jr.
Title: President and CEO

Schedule A

<u>Trademark</u>	<u>Registration No./Application No.</u>	<u>Country</u>	<u>Status</u>
ENTEX	Reg. No. 888,938	U.S.	Current

BRUNINI

BRUNINI, GRANTHAM, GROWER & HEWES, PLLC
ATTORNEYS AT LAW

WILLIAM C. PENICK, IV

E-mail: cpenick@brunini.com
Direct: 601.960.6922

1400 Trustmark Building
248 East Capitol Street
Jackson, Mississippi 39201
Telephone: 601.948.3101

Post Office Drawer 119
Jackson, Mississippi 39205
Facsimile: 601.960.6902

March 26, 2007

Mail Stop Assignment Recordation Services
Director of the USPTO
P.O. Box 1450
Alexandria, VA 22313-1450

Via Certified Mail,
Return Receipt Requested

RE: *Assignment of Entex Trademark*
Registration No.: 888,938

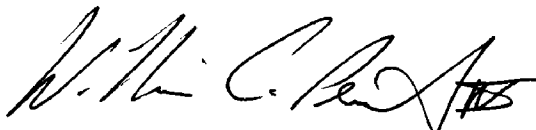
Dear Sir or Madam:

Enclosed please find for filing a Recordation Form Cover Sheet, Trademark Assignment and our firm's check in the amount of Forty Dollars (\$40.00) for the associated filing fee.

If you have any questions or require any additional information, please contact me at your convenience.

Sincerely,

Brunini, Grantham, Grower & Hewes, PLLC



William C. Penick, IV

WCP/jm

Enclosures