

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
QLT USA, INC.		07/11/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Allergan Sales, LLC		
Street Address:	2525 Dupont Drive		
City:	Irvine		
State/Country:	CALIFORNIA		
Postal Code:	92612		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3419732	ACZONE	
Registration Number:	2756688	ATRISONE	
CORRESPONDENCE DATA			
Fax Number:	(714)796-9381		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	714-246-5507		
Email:	hinchey_susan@allergan.com		
Correspondent Name:	Susan J. Hinchey		
Address Line 1:	2525 Dupont Drive		
Address Line 4:	Irvine, CALIFORNIA 92612		
NAME OF SUBMITTER:	Susan J. Hinchey		
Signature:	/SUSAN J. HINCHEY/		
Date:	07/28/2008		

CH \$65.00 3419732

Total Attachments: 1

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**TRADEMARK
 REEL: 003823 FRAME: 0653**

TRADEMARK ASSIGNMENT

This Trademark Assignment (this "Assignment") is entered into effective as of July 11, 2008 (the "Effective Date"), by and between QLT USA, Inc., a Delaware corporation ("Assignor"), having its principal office and place of business at 2579 Midpoint Drive, Fort Collins, CO 80525, and Allergan Sales, LLC, a Delaware limited liability company ("Assignee"), having its principal office and place of business at 2525 Dupont Drive, Irvine, CA 92612.

Background

WHEREAS, Assignor and Assignee have entered into that certain Purchase Agreement dated as of June 6, 2008 (the "Agreement"). Subject to the terms and conditions of the Agreement, Assignor is required to assign, and Assignee has the right to acquire, the Trademarks (as that term is defined below).

WHEREAS, Assignor has adopted, and used the trademarks:

<u>MARK:</u>	<u>REG NUMBER:</u>	<u>DATE of REG:</u>	<u>CLASS:</u>
ACZONE	3,419,732	April 29, 2008	5
ATRISONE	2,758,688	August 26, 2003	5

which are registered in the United States Patent and Trademark Office (collectively, the "Trademarks").

Assignment

NOW THEREFORE, in consideration of and exchange for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, said Assignor does hereby assign, sell, transfer and set over unto the said Assignee, its entire right, title and interest in and to said Trademarks, including without limitation all common-law rights, throughout the world, together with the associated goodwill of the business symbolized by the Trademarks, and all income, royalties, damages and payments now or hereafter due or payable with respect thereto in and to all causes of action, either in law or in equity, and any rights to sue, counterclaim, and recover for past, present and future infringement of the rights assigned or to be assigned under this Assignment.

DATED: July 11, 2008

QLT USA, INC.

BY: 
NAME: Sean Moriarty
TITLE: President