

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/03/2008

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bradley Pharmaceuticals, Inc.		04/03/2008	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Nycomed US Inc.
Street Address:	60 Baylis Road
City:	Melville
State/Country:	NEW YORK
Postal Code:	11747
Entity Type:	CORPORATION: NEW YORK

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	1087120	D

**CORRESPONDENCE DATA**

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ATTORNEY DOCKET NUMBER:	BRAD.022TM
NAME OF SUBMITTER:	Linda M. Byrne
Signature:	/Linda M. Byrne/

CH \$40.00 1087120

Date:

09/08/2008

**Total Attachments: 4**

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**PLAN OF MERGER**  
**OF**  
**BRADLEY PHARMACEUTICALS, INC.**  
**(a Delaware corporation)**  
**INTO**  
**NYCOMED US INC.**  
**(a New York corporation)**

This **PLAN OF MERGER** (this "Plan") is entered into as of April 3, 2008 between Nycomed US Inc., a New York corporation (the "Corporation"), and Bradley Pharmaceuticals, Inc., a Delaware corporation (the "Subsidiary").

**RECITALS**

**WHEREAS**, the Corporation is the owner of all of the issued and outstanding shares of capital stock of the Subsidiary; and

**WHEREAS**, the Corporation has authorized the merger of the Subsidiary into the Corporation pursuant to the provisions of the Business Corporation Law of the State of New York and the General Corporation Law of the State of Delaware.

**AGREEMENT**

**NOW, THEREFORE**, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. At the Effective Time (as defined in Section 11 hereof), pursuant to the provisions of the Business Corporation Law of the State of New York and the General Corporation Law of the State of Delaware, the Subsidiary shall merge with and into the Corporation (the "Merger").
2. The Corporation shall be the surviving corporation of the Merger and shall continue as a corporation organized and existing pursuant to the laws of the State of New York under the name "Nycomed US Inc."
3. The Corporation was incorporated on November 16, 1998 under the name of Pharma, Inc., and its name was changed to Altana Inc. on December 30, 1998 and to Nycomed US Inc. on August 24, 2007.

4. Following the Effective Time, the corporate existence of the Corporation, with all of its purposes, powers and objects, shall continue unaffected and unimpaired by the Merger, and as the surviving corporation, it shall, from and after the Effective Time, possess all of the rights, privileges, immunities, powers and purposes of the Subsidiary, and all of the property (real, personal and intangible), causes of action and every other asset of the Subsidiary shall vest in the Corporation, and the Corporation shall assume all of the obligations and liabilities of the Subsidiary, all without further act or deed.

5. The separate corporate existence of the Subsidiary shall cease upon the effectiveness of the Merger.

6. At the Effective Time, all shares of stock of the Subsidiary which are issued and outstanding or held as treasury stock immediately prior to the Merger shall automatically, by virtue of the Merger and without any action on the part of the holder thereof, be cancelled and cease to exist without payment of any consideration with respect thereto.

7. The Certificate of Incorporation and Bylaws of the Corporation, as in effect immediately prior to the Merger, shall be those of the surviving corporation.

8. The members of the board of directors and the officers of the Corporation immediately prior to the Merger shall be the members of the board of directors and the officers, respectively, of the surviving corporation until successors are appointed in accordance with applicable law and the Certificate of Incorporation and Bylaws of the surviving corporation.

9. The Subsidiary and the Corporation will cause to be executed, acknowledged, filed and reported, the Certificate of Ownership and Merger and the Certificate of Merger, and any amendment or supplements thereof, in such form and with any such changes, additions or deletions as any officer of the Subsidiary or the Corporation shall determine to be advisable and in the best interests of the Subsidiary and the Corporation, respectively, which determination shall be conclusively evidenced by such officer's execution and delivery thereof.

10. At any time prior to the time the Certificate of Ownership and Merger filed with the Secretary of State of the State of Delaware and the Certificate of Merger filed with the Department of State of the State of New York become effective, the transactions contemplated by this Plan may be abandoned and the Certificate of Ownership and Merger and the Certificate of Merger terminated in accordance with applicable law.

11. The Merger shall be effective as of 11:59 p.m. Eastern Time on April 3, 2008 (the "Effective Time").

12. The designation and number of outstanding shares of each class of the Subsidiary, all of which are owned by the Corporation, are as follows:

<u>Designation</u>	<u>Number Outstanding</u>
Common Stock	100


13. This Plan may be executed in any number of counterparts, each such counterpart being deemed to be an original instrument, and all such counterparts shall together constitute the same agreement.

14. This Plan shall be governed by and construed in accordance with the internal laws of the State of New York.

[Signature page follows.]

**IN WITNESS WHEREOF**, this Plan has been duly approved, executed and delivered by the parties hereto as of the date first written above.

**NYCOMED US INC.**

By:  \_\_\_\_\_

Name: Arthur Dulik, Jr.

Title: Senior Vice President

**BRADLEY PHARMACEUTICALS, INC.**

By:  \_\_\_\_\_

Name: Arthur Dulik, Jr.

Title: Senior Vice President