

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|----------------------------------|--|-----------------------|-----------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | NUNC PRO TUNC ASSIGNMENT | | |
| EFFECTIVE DATE: | 12/31/2008 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Sinclair Pharmaceuticals Limited | | 01/15/2009 | CORPORATION: UNITED KINGDOM |
| RECEIVING PARTY DATA | | | |
| Name: | Graceway Pharmaceuticals, LLC | | |
| Street Address: | 340 Martin Luther King Jr. Boulevard, Suite 500 | | |
| City: | Bristol | | |
| State/Country: | TENNESSEE | | |
| Postal Code: | 37620 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3126272 | ATOPICLAIR | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (703)610-6200 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 703-610-6100 | | |
| Email: | boxip@hhlaw.com | | |
| Correspondent Name: | Timothy J. Lyden of Hogan & Hartson LLP | | |
| Address Line 1: | 8300 Greensboro Drive, Suite 1100 | | |
| Address Line 2: | Box Intellectual Property | | |
| Address Line 4: | McLean, VIRGINIA 22202 | | |
| ATTORNEY DOCKET NUMBER: | 25103.24 | | |
| NAME OF SUBMITTER: | Timothy J. Lyden | | |

CH \$40.00 3126272

Signature:

/Timothy J. Lyden/

Date:

01/16/2009

Total Attachments: 1

source=Trade mark assignment Sinclair to GW- signed#page1.tif

TRADEMARK ASSIGNMENT

WHEREAS, Sinclair Pharmaceuticals Limited, a corporation organized and existing under the laws of England having its principal place of business at Godalming Business Centre, Woolsack Way, Godalming, Surrey, England (hereinafter "Assignor") is the owner of U.S. Trademark Registration No. 3,126,272 for the mark ATOPICLAIR and goodwill symbolized thereby (the "Trademark"); and

WHEREAS, on December 31, 2008, Assignor sold, assigned and transferred all of its right, title, and interest in and to the Trademark to Graceway Pharmaceuticals, LLC, a Delaware limited liability company having its principal place of business at 340 Martin Luther King Jr. Boulevard, Suite 500, Bristol, Tennessee 37620 (hereinafter "Assignee"); and

WHEREAS, the parties are desirous of ratifying and confirming said sale, assignment and transfer of all right, title and interest in and to said Trademark and the goodwill symbolized thereby;

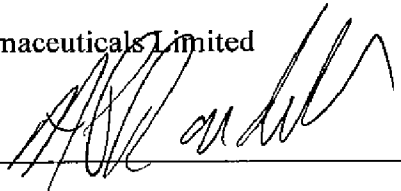
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has assigned and hereby sells, assigns, transfers and sets over to Assignee, nunc pro tunc as of December 31, 2008, the entire right, title, interest in and to U.S. Trademark Registration Number 3,126,272 and the goodwill of the business connected with the Trademark, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

Assignor further assigns to Assignee all right to sue for and receive all damages accruing from past infringements of the Trademark assigned.

This Assignment shall be binding upon the parties, their successors and/or assigns and all others acting by, through, with or under their direction, and all those in privity therewith.

Sinclair Pharmaceuticals Limited

Date: 15/1/2009

By: 

Name: J. RANDALL

Title: CHIEF FINANCIAL OFFICER