

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
Mead Johnson & Company		09/30/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Baxter International Inc		
Doing Business As:	DBA Baxter Healthcare Corporation, Baxter Healthcare S.A.		
Street Address:	One Baxter Parkway		
Internal Address:	DF 2-1W		
City:	Deerfield		
State/Country:	ILLINOIS		
Postal Code:	60015		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	0689041	CYTOXAN	
CORRESPONDENCE DATA			
Fax Number:	(847)948-3880		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	8479484720		
Email:	sue_semaszczuk@baxter.com		
Correspondent Name:	Jeffrey C. Nichols		
Address Line 1:	One Baxter Parkway		
Address Line 4:	Deerfield, ILLINOIS 60015		
NAME OF SUBMITTER:	Jeffrey C. Nichols		
Signature:	/jeffrey c nichols/		
Date:	02/03/2009		

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Total Attachments: 9

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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks ("Assignment") is made this 30th day of September 2008 by and between MEAD JOHNSON & COMPANY, a Delaware corporation having an address at 2400 West Lloyd Expressway, Evansville, Indiana 47721 ("Assignor"), and BAXTER INTERNATIONAL INCORPORATED, a Delaware corporation, BAXTER HEALTHCARE CORPORATION, a Delaware corporation, and BAXTER HEALTHCARE S.A., a Swiss corporation, each having an address as 25212 W. IL Route 120, Round Lake, IL 60073 (collectively, "Assignee").

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignor sells, assigns, transfers and sets over unto Assignee its entire right, title and interest in all countries of the world in and to the Trademarks contained in Schedule A attached hereto, together with the good will symbolized by and associated with the business in connection with which said Trademarks are used and including any actions, claims and demands whatsoever, know or unknown, that Assignors may have had thereunder prior to the date of this Assignment, the same to be held and enjoyed by Assignee for its own use and benefit and for its successors, assigns, and legal representatives as fully and entirely as the same would have been held by Assignors had this Assignment not been made. Assignor agrees to execute all documents and assignments and to perform such other acts as Assignee may reasonably request to secure to it the rights hereby conveyed.

2. Assignor shall duly execute and deliver or cause to be executed and delivered all instruments of sale, conveyance, transfer and assignment, and notices, releases, acquittances and other documents and perform such further acts, as may be necessary to convey, transfer, assign and deliver to, and consolidate, vest and record in Assignee, full ownership of the Trademarks and other rights conveyed herewith.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its duly authorized officer on the date first above written.

ASSIGNOR:

MEAD JOHNSON & COMPANY
a Delaware corporation

By: _____

Name: *Madine P. Flynn*

Title: *Assistant Secretary*
SEPTEMBER 30, 2008

ASSIGNEE:

BAXTER INTERNATIONAL INCORPORATED
a Delaware corporation

By: _____

Name:

Title:

BAXTER HEALTHCARE CORPORATION
a Delaware corporation

By: _____

Name:

Title:

BAXTER HEALTHCARE S.A.
a Swiss corporation

By: _____

Name:

Title:

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its duly authorized officer on the date first above written.

ASSIGNOR:

MEAD JOHNSON & COMPANY
a Delaware corporation

By: _____
Name:
Title:

ASSIGNEE:

BAXTER INTERNATIONAL INCORPORATED
a Delaware corporation

By: _____
Name: Peter Ardum
Title: CVP, President Medication Delivery

BAXTER HEALTHCARE CORPORATION
a Delaware corporation

By: _____
Name: Peter Ardum
Title: CVP, President Medication Delivery

BAXTER HEALTHCARE S.A.
a Swiss corporation

By: _____
Name:
Title:

STATE OF New York)
COUNTY OF New York) SS:

On this 30 day of SEPTEMBER 2008, personally came before me
NADINE P. FLYNN, and this person acknowledged under oath, to my satisfaction, that:

(a) This person signed, sealed and delivered the foregoing instrument as the
ASSISTANT SECRETARY of MEAD JOHNSON & COMPANY, a Delaware corporation; and

(b) This document was signed and delivered by MEAD JOHNSON & COMPANY as its
voluntary act and deed by virtue of authority from its directors.

Gloria J. Rogers
Notary Public

STATE OF _____)
COUNTY OF _____) SS:

GLORIA J. ROGERS
Notary Public, State of New York
No. 01RO3325885
Qualified in Bronx County
Certificate Filed in New York County
Commission Expires Sept. 30, 2011

On this _____ day of _____ 2008, personally came before me
_____, and this person acknowledged under oath, to my satisfaction, that:

(a) This person signed, sealed and delivered the foregoing instrument as the
_____ of BAXTER INTERNATIONAL INCORPORATED, a Delaware corporation;
and

(b) This document was signed and delivered by BAXTER INTERNATIONAL
INCORPORATED as its voluntary act and deed by virtue of authority from its directors.

Notary Public

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its duly authorized officer on the date first above written.

ASSIGNOR:

MEAD JOHNSON & COMPANY
a Delaware corporation

By: _____
Name:
Title:

ASSIGNEE:

BAXTER INTERNATIONAL INCORPORATED
a Delaware corporation

By: _____
Name:
Title:

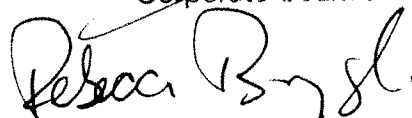
BAXTER HEALTHCARE CORPORATION
a Delaware corporation

By: _____
Name:
Title:

BAXTER HEALTHCARE S.A.
a Swiss corporation

By: _____
Name:
Title:

Pauline Noise
Corporate Counsel



R. Binggeli
Director of Tax, Europe
Baxter Healthcare SA

TRADEMARK
REEL: 003928 FRAME: 0874

Official Certification

Seen for authentication of the reverse side signatures, affixed by

Ms. **Pauline Marie Anne Louise NOISEL**, Nationality: France, in Zurich,
personally known to us,

Ms. **Rebecca BINGGELI-WACASER**, Swiss citizen of Wahlern BE, in Neerach,
identified by identity card,

who are entered in the Register of Commerce of the Kanton of Zurich as person with the right to sign jointly by two (Pauline Noisel) resp. as person with the right to sign jointly by two (Rebecca Binggeli-Wacaser) for the

Baxter Healthcare SA, corporation with registered head office in Wallisellen.

The inspection of the commercial register has taken place directly before the official certification by internet inquiry.

The signatures have been acknowledged in our presence by the authorized agent, Mr. Mario Schultz, who is personally known to us.

Wallisellen, 2nd October 2008
BK no. 1112 + 1120
Fee CHF 50.00



NOTARIAT WALLISELLEN


Sandro Bucher, Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

On this _____ day of _____ 2008, personally came before me _____, and this person acknowledged under oath, to my satisfaction, that:

(a) This person signed, sealed and delivered the foregoing instrument as the _____ of MEAD JOHNSON & COMPANY, a Delaware corporation; and

(b) This document was signed and delivered by MEAD JOHNSON & COMPANY as its voluntary act and deed by virtue of authority from its directors.


Notary Public

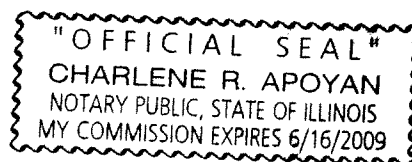
STATE OF ILLINOIS)
) SS:
COUNTY OF LAKE)

On this 30th day of September 2008, personally came before me **Peter Arduini**, and this person acknowledged under oath, to my satisfaction, that:

(a) This person signed, sealed and delivered the foregoing instrument as **the Corporate Vice President, President – Medication Delivery** of BAXTER INTERNATIONAL INCORPORATED, a Delaware corporation; and

(b) This document was signed and delivered by BAXTER INTERNATIONAL INCORPORATED as its voluntary act and deed by virtue of authority from its directors.


Notary Public



STATE OF ILLINOIS)) SS:
COUNTY OF LAKE)

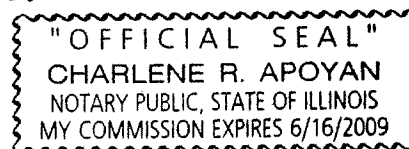
On this 30th day of September 2008, personally came before me **Peter Arduini**, and this person acknowledged under oath, to my satisfaction, that:

(a) This person signed, sealed and delivered the foregoing instrument as the **Corporate Vice President, President – Medication Delivery** of BAXTER HEALTHCARE CORPORATION, a Delaware corporation; and

(b) This document was signed and delivered by BAXTER HEALTHCARE CORPORATION as its voluntary act and deed by virtue of authority from its directors.

Charles P. Apoyan
Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)



On this _____ day of _____ 2008, personally came before me _____, and this person acknowledged under oath, to my satisfaction, that:

(a) This person signed, sealed and delivered the foregoing instrument as the _____ of BAXTER HEALTHCARE S.A., a Swiss corporation; and

(b) This document was signed and delivered by BAXTER HEALTHCARE S.A. as its voluntary act and deed by virtue of authority from its directors.

Notary Public

Schedule A

Trademarks

Trademark	Country Name	Owner Name	Trademark Status	Registration Number	Registration Date	Goods
CYTOXAN	United States	Mead Johnson & Company	Registered	689041	01-Dec-1959	Class: 05 IN Pharmaceutical preparation designed as a cellular anti-metabolite, which will be administered as an injectable liquid and in the form of an oral tablet
CYTOXAN	Puerto Rico	Mead Johnson & Company	Registered	11156	21-Sept-1959	Pharmaceuticals