

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Amalgamation		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Squire Pharmaceuticals Inc.		01/01/2009	CORPORATION: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Paladin Labs Inc.		
<b>Street Address:</b>	6111 Royalmount Avenue		
<b>Internal Address:</b>	Suite 102		
<b>City:</b>	Montreal, Quebec		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	H4P2T4		
<b>Entity Type:</b>	CORPORATION: CANADA		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77622515	BABYVITA	
<b>Serial Number:</b>	77622510	GELICIOUS	
<b>Serial Number:</b>	77622508	GELMEG3	
<b>Serial Number:</b>	77330641	BIOENVELOP	
<b>Serial Number:</b>	77327257	THINSOL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(617)526-5000		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	617-526-6448		
<b>Email:</b>	janey.davidson@wilmerhale.com		
<b>Correspondent Name:</b>	Michael J. Bevilacqua, Esquire		
<b>Address Line 1:</b>	Wilmer Cutler Pickering Hale and DorrLLP		
<b>Address Line 2:</b>	60 State Street		
<b>Address Line 4:</b>	Boston, MASSACHUSETTS 02109		

**CH \$140.00 77622515**

ATTORNEY DOCKET NUMBER:

2201649120

DOMESTIC REPRESENTATIVE

Name: Michael J. Bevilacqua, Esquire  
Address Line 1: Wilmer Cutler Pickering Hale and DorrLLP  
Address Line 2: 60 State Street  
Address Line 4: Boston, MASSACHUSETTS 02109

NAME OF SUBMITTER:

Michael J. Bevilacqua

Signature:

/michael j. bevilacqua/

Date:

02/12/2009

Total Attachments: 4

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**Certificate  
of Amalgamation**

**Canada Business  
Corporations Act**

**Certificat  
de fusion**

**Loi canadienne sur  
les sociétés par actions**

**PALADIN LABS INC.**

**450429-1**

\_\_\_\_\_  
Name of corporation-Dénomination de la société

\_\_\_\_\_  
Corporation number-Numéro de la société

I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

\_\_\_\_\_  
Richard G. Shaw  
Director - Directeur

**January 1, 2009 / le 1 janvier 2009**

Date of Amalgamation - Date de fusion

**FORM 9  
 ARTICLES OF AMALGAMATION  
 (SECTION 185)**

**FORMULAIRE 9  
 STATUTS DE FUSION  
 (ARTICLE 185)**

**Form 9**

1 -- Name of the Amalgamated Corporation Dénomination sociale de la société issue de la fusion  
 PALADIN LABS INC.

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2 -- The province or territory in Canada where the registered office is to be situated (do not indicate the full address) La province ou le territoire au Canada où sera situé le siège social (n'indiquez pas l'adresse complète)  
 Québec

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3 -- The classes and any maximum number of shares that the corporation is authorized to issue Catégories et tout nombre maximal d'actions que la société est autorisée à émettre  
 100,000,000 common shares without par value.

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4 -- Restrictions, if any, on share transfers Restrictions sur le transfert des actions, s'il y a lieu  
 None

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5 -- Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes) Nombre minimal et maximal d'administrateurs (pour un nombre fixe, veuillez indiquer le même nombre dans les deux cases)  
 Minimum:  Maximum:  Minimal:  Maximal:

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6 -- Restrictions, if any, on business the corporation may carry on Limites imposées à l'activité commerciale de la société, s'il y a lieu  
 None

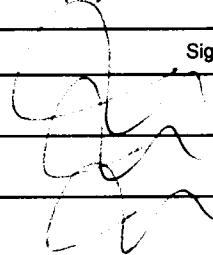
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7 -- Other provisions, if any Autres dispositions, s'il y a lieu  
 Nil

8 -- The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows: La fusion a été approuvée en accord avec l'article ou le paragraphe de la Loi indiqué ci-après

183                       184(1)                       184(2)

9 -- **Declaration:** I hereby certify that I am a director or an officer of the corporation. **Déclaration :** J'atteste que je suis un administrateur ou un dirigeant de la société.

Name of the amalgamating corporations Dénomination social des sociétés fusionnantes	Corporation No. N° de la société	Signature
PALADIN LABS INC.	3 7 0 6 2 0 - 6	
SQUIRE PHARMACEUTICALS INC. PHARMACEUTIQUES SQUIRE INC.	4 4 3 8 0 0 - 1	
KNIGHT THERAPEUTICS INC. THÉRAPEUTIQUE KNIGHT INC.	6 5 7 4 8 6 - 6	
	- - - - -	
	- - - - -	
	- - - - -	

**Note:** Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA). **Nota :** Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ ou d'un emprisonnement maximal de six mois, ou de ces deux peines (paragraphe 250(1) de la LCSA).



## Initial Registered Office Address and First Board of Directors

(To be filed with Articles of Incorporation, Amalgamation and Continuance)  
(Sections 19 and 106 of the *Canada Business Corporations Act (CBCA)*)

### Form 2

Changes to the registered office or the board of directors are to be made by filing Form 3 — Change of Registered Office Address or Form 6 — Changes Regarding Directors.

#### Instructions

**4** At least 25 per cent of the directors of a corporation must be Canadian residents. If a corporation has four directors or less, at least one director must be a Canadian resident (subsection 105(3) of the *Canada Business Corporations Act (CBCA)*).

If the corporation is a "distributing" corporation, there must be at least three directors.

However, the board of directors of corporations operating in uranium mining, book publishing and distribution, book sale or film and video distribution must be comprised of a majority of Canadian residents (subsection 105(3.1) of the CBCA). If the space available is insufficient, please attach a schedule to the form.

#### 6 Declaration

In the case of an incorporation, this form must be signed by the incorporator. In the case of an amalgamation or a continuance, this form must be signed by a director or an officer of the corporation (subsection 262.(2) of the CBCA).

#### General

The information you provide in this document is collected under the authority of the CBCA and will be stored in personal information bank number IC/PPU-049. Personal information that you provide is protected under the provisions of the *Privacy Act*. However, public disclosure pursuant to section 266 of the CBCA is permitted under the *Privacy Act*.

If you require more information, please consult our website at [www.corporationscanada.ic.gc.ca](http://www.corporationscanada.ic.gc.ca) or contact us at 613-941-9042 (Ottawa region), toll-free at 1-866-333-5556 or by email at [corporationscanada@ic.gc.ca](mailto:corporationscanada@ic.gc.ca).

File documents online  
(except for Articles of Amalgamation):  
**Corporations Canada Online  
Filing Centre:**  
[www.corporationscanada.ic.gc.ca](http://www.corporationscanada.ic.gc.ca)

Or send documents by mail:  
**Director General,  
Corporations Canada  
Jean Edmonds Tower South  
9th Floor  
365 Laurier Ave. West  
Ottawa ON K1A 0C8**

By Facsimile:  
**613-941-0999**

<b>1</b>	<b>Corporation name</b>
PALADIN LABS INC.	

<b>2</b>	<b>Address of registered office (must be a street address, a P.O. Box is not acceptable)</b>		
6111 Royalmount Avenue, Suite 102			
<small>NUMBER AND STREET NAME</small>			
Montreal		Quebec	H4P2T4
<small>CITY</small>		<small>PROVINCE/TERRITORY</small>	<small>POSTAL CODE</small>

<b>3</b>	<b>Mailing address (if different from the registered office)</b>		
SAME AS ABOVE <input type="checkbox"/>			
<small>ATTENTION OF</small>			
<small>NUMBER AND STREET NAME</small>			
<small>CITY</small>		<small>PROVINCE/TERRITORY</small>	<small>POSTAL CODE</small>

<b>4</b>	<b>Members of the board of directors</b>			
<small>FIRST NAME</small>	<small>LAST NAME</small>	<small>RESIDENTIAL ADDRESS (must be a street address, a P.O. Box is not acceptable)</small>	<small>CANADIAN RESIDENT (Yes/No)</small>	
Jonathan	Goodman	605 Côte Saint-Antoine, Westmount, Quebec, H3Y 2K5	Y	
Mark	Beaudet	3775 Harvard Avenue, Montreal, Quebec, H4A 2W6	Y	
Ted S.	Wise	4700 Sainte-Catherine Street West, Westmount, Quebec, H3Z 1S6	Y	
Robert N.	Lande	181 Hudson Street, New York, New York, 10019, United States	N	
Gerald P.	McDole	1210 Greenoaks Drive, Mississauga, Ontario, L5J 3A3	Y	

<b>5</b>	<b>Declaration</b>		
I hereby certify that I have relevant knowledge and that I am authorized to sign and submit this form.			
<small>SIGNATURE</small>		<small>TELEPHONE NUMBER</small>	
Jonathan Goodman		(514) 340-1112	
<small>PRINT NAME</small>		<small>TELEPHONE NUMBER</small>	
<b>Note:</b> Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).			

**SCHEDULE/ANNEXE**

Form 2

**Initial Registered Office Address and  
First Board of Directors**

**(To be filed with Articles of Incorporation,  
Amalgamation and Continuance)**

*(Sections 19 and 106 of the **Canada Business Corporations Act (CBCA)**)*

**Members of the board of directors**

FIRST NAME	LAST NAME	RESIDENTIAL ADDRESS (must be a street address, a P.O. Box is not acceptable)	CANADIAN RESIDENT (Yes/No)
Joel Henry Raby		176 Edgehill Road, Westmount, Quebec, H3Y 1E9	Yes
James C. Gale		152 W. 57th Street, 19th Floor, New York, New York 10019, United States	No