

RECORDATION FORM COVER SHEET

U.S. Department of Commerce
Patent and Trademark Office

TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>Healthpoint, Ltd.</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Limited Partnership: <u>Texas</u> <input type="checkbox"/> Corporation - Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Collegium Pharmaceutical, Inc.</u> Address: <u>400 Highland Corporate Drive</u> <u>Cumberland, Rhode Island 02864</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____</p>
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<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other - To correct typographical error in Assignee's name previously record on Reel 003932 Frame 0488. Assignee hereby confirms that the correct spelling of the Assignee's name is Collegium Pharmaceutical, Inc.</p> <p>Execution Date: <u>November 25, 2008</u></p>	<p><input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation: <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s)</p>	<p>B. Trademark registration No. <u>3192258</u> Mark: <u>EXACTACAIN</u></p>
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Additional numbers attached? Yes No

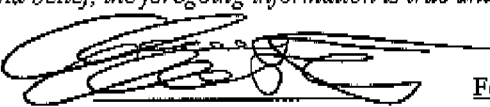
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p>	<p>6. Total number of applications and registrations involved: <u>1 registration</u></p>
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<p>Name: <u>Charles Weinstein</u></p> <p>Internal Address: <u>Foley Hoag LLP</u></p>	<p>7. Total fee (37 CFR 3.41): \$ <u>40.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p>
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<p>Street Address: <u>155 Seaport Boulevard</u></p> <p>City: <u>Boston</u> State: <u>MA</u> ZIP: <u>02210</u></p>	<p>8. Deposit account number: <u>06-1446</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Charles E. Weinstein  February 17, 2009
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

CHI \$40.00 061446 3192258

TO: CHARLES WEINSTEIN, ESQ., FOLEY HOAG LLP COMPANY: 155 SEAPORT BOULEVARD

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

**02/09/2009
 900126591**

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Healthpoint, Ltd.		11/25/2008	LIMITED PARTNERSHIP: TEXAS

RECEIVING PARTY DATA

Name:	Collegium Pharmaceuticals, Inc.
Street Address:	400 Highland Corporate Drive
City:	Cumberland
State/Country:	RHODE ISLAND
Postal Code:	02864
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3192258	EXACTAGAIN

CORRESPONDENCE DATA

Fax Number: (617)832-7000
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 617.832.1000
 Email: ustrademark@foleyhoag.com
 Correspondent Name: Charles Weinstein, Esq., Foley Hoag LLP
 Address Line 1: 155 Seaport Boulevard
 Address Line 4: Boston, MASSACHUSETTS 02210

ATTORNEY DOCKET NUMBER:	24428-3
NAME OF SUBMITTER:	Charles Weinstein, Esq.
Signature:	/caw/
Date:	02/09/2009

CH \$40.00 3192258

TO: CHARLES WEINSTEIN, ESQ. FOLEY HOAG LLP COMPANY: 155 APC BOULEVARD

Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS

WHEREAS, Healthpoint, Ltd, a Texas limited partnership having a place of business at 3909 Hulen Street, Fort Worth, Texas 76107 ("**ASSIGNOR**"), is the owner of the entire right, title and interest in and to the mark listed on the attached Appendix A;

AND WHEREAS, Collegium Pharmaceuticals Inc. a Delaware corporation, having a principal place of business and mailing address at 400 Highland Corporate Drive, Cumberland, Rhode Island 02864 ("**ASSIGNEE**"), is desirous of acquiring said mark;

NOW, THEREFORE, in consideration of monies and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **ASSIGNOR** hereby sells, assigns, and transfers unto **ASSIGNEE**, its successors, assigns, and legal representatives, the full and exclusive worldwide right, title, and interest in and to any and all rights associated with the marks identified in the Appendix "A", including, without limitation, the common law trademark rights associated with the marks, any and all State trademark applications associated with the marks, any and all United States trademark applications associated with the marks, and any foreign trademark rights associated with the marks, including the goodwill embodied with the marks, any and all stylized and typed versions of the marks, the right to obtain further trademark registrations related thereto, and the right to sue for infringements and past infringements thereof.

ASSIGNOR hereby requests the Commissioner of Trademarks of the United States and any Official of any country or countries foreign to the United States whose duty it is to receive or register trademarks or applications therefor to record **ASSIGNEE** as the owner of the marks and to issue all registrations for said marks, to be in the name of **ASSIGNEE**, as assignee of the marks, for the sole use of **ASSIGNEE**, its successors, legal representatives, and assigns, in accordance with the terms of this Assignment.

ASSIGNOR:

HEALTHPOINT, LTD.

By: 

Typed/Printed Name: H. Paul Dorman

Title: Chairman & CEO

Date: NOVEMBER 25, 2008

ASSIGNEE:

COLLEGIUM PHARMACEUTICALS, INC.

By: Steven N. Tannenbaum

Typed/Printed Name: Steven N. Tannenbaum

Title: Executive VP & CFO

Date: December 8, 2008

APPENDIX "A"**TRADEMARKS****U.S.**

Registration No.	Mark	Filing Date	Issue Date
3192258	EXACTACAIN	10/3/2005	1/2/2007