

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Wyeth		09/11/2009	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Victory Pharma, Inc.		
<b>Street Address:</b>	11682 El Camino Real		
<b>Internal Address:</b>	Suite 250		
<b>City:</b>	San Diego		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92130		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3023014	LODINE	
Registration Number:	1891924		
Registration Number:	1862219		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(858)876-1604		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	858 353 9285		
<b>Email:</b>	westdocket@holleymenker.com		
<b>Correspondent Name:</b>	Holley & Menker, P.A./G. Holley		
<b>Address Line 1:</b>	P.O. Box 96		
<b>Address Line 4:</b>	Solana Beach, CALIFORNIA 92075		
<b>ATTORNEY DOCKET NUMBER:</b>	1202.TM1878US00		
<b>NAME OF SUBMITTER:</b>	Gabrielle A. Holley		

OP \$90.00 3023014

**900143228**

**TRADEMARK  
 REEL: 004061 FRAME: 0754**

Signature:	/GAHolley/
Date:	09/15/2009
Total Attachments: 4 source=Lodine Trademark Assignment#page1.tif source=Lodine Trademark Assignment#page2.tif source=Lodine Trademark Assignment#page3.tif source=Lodine Trademark Assignment#page4.tif	

**TRADEMARK ASSIGNMENT**

THIS TRADEMARK ASSIGNMENT, dated as of September 11, 2009, is entered into by and between Wyeth, a Delaware corporation, acting by and through its Wyeth Pharmaceuticals Division, with a business address at Five Giralda Farms, Madison, New Jersey, 07940 ("Assignor"), and Victory Pharma, Inc., a Delaware corporation, with a business address at 11682 El Camino Real, Suite 250, San Diego, California, 92130 ("Assignee").

WHEREAS, Assignor owns the trademarks (the "Trademarks") and the trademark registrations and trademark applications (the "Registrations") as shown in Schedule A attached hereto, and the goodwill associated therewith (together with the Trademarks and the Registrations, collectively, the "Marks");

WHEREAS, Assignor, Wyeth Pharmaceuticals Inc. and Assignee entered into that certain Asset Purchase Agreement (the "Asset Purchase Agreement"), dated as of September 11, 2009, regarding the Marks; and

WHEREAS, pursuant to and as set forth in the Asset Purchase Agreement, Assignor agreed to assign the Marks to Assignee.

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

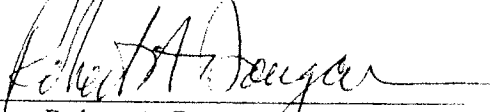
1. Assignor hereby assigns unto Assignee all right, title and interest in and to the Marks, together with any common law rights and the goodwill of the business symbolized therewith, as well as the right (but not the obligation) to assert the Marks and to collect for all past, present and future infringements and claims for damages and the proceeds thereof (including, without limitation, license royalties and proceeds of infringement suits and all rights corresponding thereto throughout the world by reason of any past and future acts of infringement that have occurred or may occur).

2. This document may be executed in two counterparts, each of which shall be deemed to be an original and all such counterparts shall constitute but one and the same instrument.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned have executed this Trademark Assignment as the date first set forth above.

**WYETH, acting by and through its  
Wyeth Pharmaceuticals Division**

By: 

Name: Robert A. Dougan

Title: Senior Vice President

**VICTORY PHARMA, INC.**

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

Name:

Title:

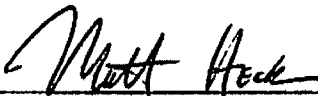
[Signature Page to Trademark Assignment]

IN WITNESS WHEREOF, the undersigned have executed this Trademark Assignment as the date first set forth above.

**WYETH, acting by and through its  
Wyeth Pharmaceuticals Division**

By: \_\_\_\_\_  
Name:  
Title:

**VICTORY PHARMA, INC.**

By:   
Name: MATTHEW T. HECK  
Title: PRESIDENT & CEO

[Signature Page to Trademark Assignment]

SCHEDULE A

<u>Trademark</u>	<u>U.S. Patent and Trademark Office Registration Number</u>
Lodine and Design	Reg. No. 3023014
Lodine Capsule design (black and white)	Reg. No. 1891924
Lodine Capsule design (color)	Reg. No. 1862219