

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
Xanodyne Pharmaceuticals, Inc.		01/15/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Controlled Therapeutics (Scotland) Limited		
Street Address:	1 Peel Park Campus		
City:	East Kilbride, Scotland		
State/Country:	UNITED KINGDOM		
Postal Code:	G74 5PB		
Entity Type:	CORPORATION: UNITED KINGDOM		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77031334	MISODEL	
CORRESPONDENCE DATA			
Fax Number:	(973)836-0306		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2129499022		
Email:	fterranella@lawabel.com		
Correspondent Name:	Lawrence E. Abelman		
Address Line 1:	666 Third Avenue		
Address Line 2:	10th Floor		
Address Line 4:	New York, NEW YORK 10017		
DOMESTIC REPRESENTATIVE			
Name:	Lawrence E. Abelman		
Address Line 1:	666 Third Avenue		
Address Line 2:	10th Floor		
Address Line 4:	New York, NEW YORK 10017		

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NAME OF SUBMITTER:	Frank Terranella
Signature:	/ft/
Date:	02/02/2010
Total Attachments: 2 source=MISODEL assignment#page1.tif source=MISODEL assignment#page2.tif	

DEED OF ASSIGNMENT

THIS DEED entered into **BETWEEN** :-

XANODYNE PHARMACEUTICALS, INC, a corporation incorporated in the state of Delaware in the United States of America, with an office at One Riverfront Place, Newport, KY 41071, United States ("the **ASSIGNOR**")

AND

CONTROLLED THERAPEUTICS (SCOTLAND) LIMITED, a company incorporated in the United Kingdom, of 1 Peel Park Campus, East Kilbride, G74 5PB, Scotland, United Kingdom ("the **ASSIGNEE**")

WHEREAS :-

- a) The **ASSIGNOR** is the registered proprietor of United States Trade Mark Application No. 77031334 MISODEL in Class 5 ("the said trade mark");
- b) The said trade mark was filed with the intention that the said trade mark should be used in the USA on behalf of the **ASSIGNOR** and the **ASSIGNEE** in relation to pharmaceutical preparations, namely retrievable vaginal inserts in gel wafer form for use in labor ("the Goods");
- c) The **ASSIGNOR** and the **ASSIGNEE** have agreed that the said trade mark shall be assigned and transferred to the **ASSIGNEE**.

NOW, THEREFORE, THIS DEED WITNESSETH THAT:-


For good and sufficient consideration the **ASSIGNOR** hereby assigns and transfers to the **ASSIGNEE** all its right, title and interest in and to the said trade mark, together with the entire business to which the mark pertains, i.e. trade in the USA under the sign MISODEL in the Goods that correspond to the said trade mark, as well as the goodwill associated with the trade mark. The assignment is effective immediately.

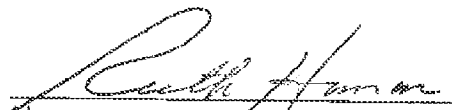
The ASSIGNEE hereby confirms acceptance of the assignment and transfer as aforesaid.

IN WITNESS WHEREOF the parties hereto have executed this Deed as follows:-

EXECUTED at Nashville, KY this 15th day of JANUARY 2010 on behalf of XANODYNE PHARMACEUTICALS, INC by the undersigned authorised officer thereof in the presence of the undersigned competent witness:-

AS WITNESS


Name: Thomas P. Jennings
Title: General Counsel


Name: Ruth Harmon 1/15/10

EXECUTED at CTS this 22 day of JANUARY 2010 on behalf of CONTROLLED THERAPEUTICS (SCOTLAND) LIMITED by the undersigned authorised officer thereof in the presence of the undersigned competent witness:-



Name: CAMERON MACDONALD
Title: MANAGING DIRECTOR

AS WITNESS


Name: ALISON ANDERSON