

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
Zila Pharmaceuticals, Inc.		03/24/2010	CORPORATION: NEVADA

RECEIVING PARTY DATA

Name:	Zila, Inc.
Street Address:	701 Centre Avenue
City:	Fort Collins
State/Country:	COLORADO
Postal Code:	80526
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	3376505	BETTER SCREENING SAVES LIVES
Registration Number:	3468420	LUMENOSCOPY
Registration Number:	2566135	PRO-TIES
Registration Number:	2598108	PRO-TIES
Registration Number:	3482115	TBLUE
Registration Number:	3331571	TBLUE
Registration Number:	3382975	TBLUE 630
Registration Number:	2670202	VIZILITE
Registration Number:	3062943	VIZILITE
Registration Number:	3137061	VIZILITE BECAUSE BETTER SCREENING SAVES LIVES

CORRESPONDENCE DATA

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Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 3102038080

CH \$265.00 3376505

Email: trademarkdocket@jmbm.com
Correspondent Name: Rod S. Berman, Esq.
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Address Line 2: 1900 Avenue of the Stars, Seventh Floor
Address Line 4: Los Angeles, CALIFORNIA 90067

ATTORNEY DOCKET NUMBER:	65714-0001
NAME OF SUBMITTER:	Rod S. Berman
Signature:	/rod s berman/
Date:	04/02/2010

Total Attachments: 4
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ASSIGNMENT OF TRADEMARKS

The EFFECTIVE DATE of this trademark assignment is March 24, 2010

WHEREAS, ZILA PHARMACEUTICALS, INC., a corporation duly organized and existing under the laws of the state of Nevada, with its current principal place of business at 16430 N. Scottsdale Road, Scottsdale, Arizona 85254, and its former principal place of business at 5227 N. 7th Street, Phoenix, Arizona 85014 ("Assignor "), is the owner of the trademarks, trademark applications and registrations identified on Schedule "A", attached hereto (the "Marks").

WHEREAS, ZILA, INC., a corporation duly organized and existing under the laws of the state of Delaware, with its principal place of business at 701 Centre Avenue, Fort Collins, Colorado 80526 ("Assignee "), desires to acquire all of Assignor's right, title and interest in and to the Marks.

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

1. Assignor does hereby sell, assign, transfer and convey to Assignee, and Assignee does hereby accept from Assignor, all of Assignor's right, title and interest in and to the Marks, including without limitation the right to conduct the portion of Assignor's existing and ongoing business to which said trademarks, applications and registrations pertain, the goodwill represented by said trademarks, applications and registrations, and all rights to any actions, causes of action or claims with respect to infringement prior to or pending as of the effective date of this Assignment.

2. The U.S. and foreign trademark offices are hereby authorized to deliver to Assignee and Assignee's attorneys, agents, successors or assigns, all official documents and communications as may be warranted by this Assignment or otherwise related to the Marks.

3. Assignor and its successors and assigns shall execute and deliver to Assignee any further documents or instruments and shall take any reasonable actions which may

be necessary to effect the foregoing assignment or the recordation or perfection thereof.

IN WITNESS WHEREOF, the undersigned have executed this Assignment this 24th day of March, 2010.

ZILA PHARMACEUTICALS, INC. By: <u>[Signature]</u> Name: David R. Speights Title: Vice President	ZILA, INC. By: <u>[Signature]</u> Name: David R. Speights Title: Vice President
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ACKNOWLEDGMENT

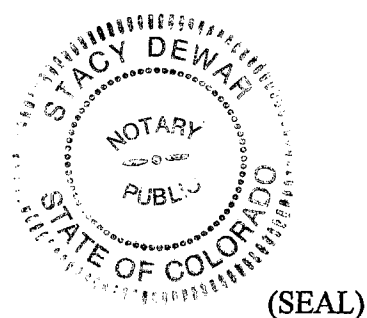
STATE OF Colorado)
COUNTY OF Larimer)

On March 24, 2010, before me, Stacy Dewar,
a Notary Public, personally appeared David Speights,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are
subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument
the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of Colorado
that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature [Signature]



SCHEDULE A

Country	Mark	Int. Cl.	Appl. Ser. No.	Filing Date	Reg. No.	Reg. Date
Argentina	T-BLUE	10	2790796	December 5, 2007	2262903	December 12, 2008
Argentina	VIZILITE	10	2790795	December 5, 2007	2262902	December 12, 2008
Australia	T-BLUE	5, 10	1146757	November 15, 2006	1146757	January 19, 2009
Australia	VIZILITE	5, 10	1146756	November 15, 2006	1146756	July 16, 2007
Brazil	T-BLUE	5	829003576	November 23, 2006	829003576	October 6, 2009
Brazil	T-BLUE	10	829.003.606	November 23, 2006		
Brazil	VIZILITE	5	829.003.592	November 23, 2006		
Brazil	VIZILITE	10	829.003.622	November 23, 2006		
Canada	PRO-TIES		1093254	February 19, 2001	604588	March 9, 2004
Canada	T-BLUE		1274987	October 7, 2005	738600	April 22, 2009
Canada	VIZILITE		1283249	December 15, 2005	731136	December 17, 2008
Chile	T-BLUE	10	802400	January 9, 2008	826361	September 3, 2008
Chile	VIZILITE	10	802401	January 9, 2008	826362	September 3, 2008
China (People's Republic)	T-BLUE	10	4932509	October 8, 2005	4932509	September 7, 2008
China (People's Republic)	VIZILITE	10	3139547	April 8, 2002	3139547	June 7, 2003
European Community	T-BLUE	10	4671749	October 7, 2005	4671749	September 18, 2006
European Community	VIZILITE	10	2535821	January 10, 2002	2535821	June 12, 2003
Hong Kong	T-BLUE	10	300506330	October 6, 2005	300506330	May 2, 2006
Hong Kong	VIZILITE	10	04800/2002	April 9, 2001	14187/2002	October 9, 2001
India	T-BLUE	10	1389795	October 6, 2005	741122	August 1, 2008
India	VIZILITE	10	1407322	December 19, 2005	684366	February 27, 2008
Japan	T-BLUE	10	2005-093951	October 7, 2005	5175503	October 24, 2008
Japan	VIZILITE	10	2002-28545	April 9, 2002	4736842	December 26, 2003
Korea, Republic of	T-BLUE	10	40-2005-46791	October 7, 2005	675939	August 28, 2006
Korea, Republic of	VIZILITE	10	2002-15851	April 8, 2002	556150	August 12, 2003
Mexico	T-BLUE	10	906642	January 11, 2008	1025447	February 21, 2008
Russian Federation	T-BLUE	10	2007738456	December 7, 2007	374717	March 18, 2009
Russian Federation	VIZILITE	10	2007738454	December 7, 2007	371511	February 6, 2009
Singapore	T-BLUE	10	T0519372C	October 7, 2005	T0519372C	October 7, 2005
Singapore	VIZILITE	10	T05/26724G	December 30, 2005	T05/26724G	February 18, 2008
South Africa	T-BLUE	10	2007/28204	December 4, 2007		
South Africa	VIZILITE	10	2007/28203	December 4, 2007		
Taiwan	T-BLUE	5, 10	94048159	October 6, 2005	1242728	December 16, 2006

SCHEDULE A

Country	Mark	Int. Cl.	Appl. Ser. No.	Filing Date	Reg. No.	Reg. Date
Taiwan	VIZILITE	10	9100670	February 22, 2002	1028311	December 31, 2002
Ukraine	T-BLUE	10	200722251	December 11, 2007	109227	July 10, 2009
Ukraine	VIZILITE	10	200722254	December 11, 2007	109228	July 10, 2009
United States of America	BETTER SCREENING SAVES LIVES	5, 10	78/735251	October 18, 2005	3376505	January 29, 2008
United States of America	LUMENOSCOPY	44	76/606050	August 9, 2004	3468420	July 15, 2008
United States of America	PRO-TIES	10	76/113922	August 22, 2000	2566135	April 30, 2002
United States of America	PRO-TIES & Design	10	78/037666	December 4, 2000	2598108	July 23, 2002
United States of America	TBLUE	5, 10	78/604255	April 7, 2005	3482115	August 5, 2008
United States of America	T-BLUE & Design	5, 10	78/728409	October 6, 2005	3331571	November 6, 2007
United States of America	T-BLUE 630 & Design	5, 10	78/728411	October 6, 2005	3382975	February 12, 2008
United States of America	VIZILITE	10	76/322277	October 9, 2001	2670202	December 31, 2002
United States of America	VIZILITE & Design	5, 10	78/544793	January 10, 2005	3062943	February 28, 2006
United States of America	VIZILITE BECAUSE BETTER SCREENING SAVE LIVES	5, 10	78/544822	January 10, 2005	3137061	August 29, 2006