

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	06/20/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BioMarin Pediatrics II, Inc.	FORMERLY Medicis Pediatrics, Inc.	07/01/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Shionogi Pharma, Inc., f/k/a Sciele Pharma, Inc.
Street Address:	Five Concourse Parkway
Internal Address:	Suite 1800
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30328
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2185127	ORAPRED
Registration Number:	3248392	ORAPRED ODT
Registration Number:	1884185	ASCENT

CORRESPONDENCE DATA

Fax Number: (404)602-8850
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 404-888-4283
 Email: hwattm@hunton.com
 Correspondent Name: Bradley W. Grout, Hunton & Williams LLP
 Address Line 1: 600 Peachtree Street NE
 Address Line 2: Bank of America Plaza, Suite 4100
 Address Line 4: Atlanta, GEORGIA 30308-2219

900163754

**TRADEMARK
 REEL: 004218 FRAME: 0287**

CH \$90.00 2185127

ATTORNEY DOCKET NUMBER:	64464.28
NAME OF SUBMITTER:	Bradley W. Grout
Signature:	/Bradley W. Grout/
Date:	06/04/2010

Total Attachments: 11

source=BioMarin Pediatrics to Sciele Pharma TM Assignment (with Medicis and Shionogi name change)#page1.tif
source=BioMarin Pediatrics to Sciele Pharma TM Assignment (with Medicis and Shionogi name change)#page2.tif
source=BioMarin Pediatrics to Sciele Pharma TM Assignment (with Medicis and Shionogi name change)#page3.tif
source=BioMarin Pediatrics to Sciele Pharma TM Assignment (with Medicis and Shionogi name change)#page4.tif
source=BioMarin Pediatrics to Sciele Pharma TM Assignment (with Medicis and Shionogi name change)#page5.tif
source=BioMarin Pediatrics to Sciele Pharma TM Assignment (with Medicis and Shionogi name change)#page6.tif
source=BioMarin Pediatrics to Sciele Pharma TM Assignment (with Medicis and Shionogi name change)#page7.tif
source=BioMarin Pediatrics to Sciele Pharma TM Assignment (with Medicis and Shionogi name change)#page8.tif
source=BioMarin Pediatrics to Sciele Pharma TM Assignment (with Medicis and Shionogi name change)#page9.tif
source=BioMarin Pediatrics to Sciele Pharma TM Assignment (with Medicis and Shionogi name change)#page10.tif
source=BioMarin Pediatrics to Sciele Pharma TM Assignment (with Medicis and Shionogi name change)#page11.tif

ASSIGNMENT

This Assignment is entered into between BioMarin Pediatrics II, Inc. ("Assignor") (formerly known as Medicis Pediatrics, Inc.), a Delaware corporation having a place of business at 105 Digital Drive, Novato, California, and Sciele Pharma, Inc. ("Assignee"), a Delaware corporation having a place of business at Five Concourse Parkway, Suite 1800, Atlanta, Georgia 30328. This Assignment is effective *nunc pro tunc* as of June 20, 2009. Attached as Exhibit A is the Amended Certificate of Incorporation showing the name change of Medicis Pediatrics, Inc. to BioMarin Pediatrics II, Inc.

For good and valuable consideration previously received, the receipt and sufficiency of which is hereby agreed, and in accordance with the terms of a license agreement dated March 15, 2006 between BioMarin Pharmaceutical Inc., parent company of Assignor, and Assignee, the Assignor does hereby sell, assign, and transfer unto Assignee, its successors and assigns, all of its right, title, and interest in and to the trademarks and trademark registrations listed in Exhibit B hereto (collectively "Trademarks"), the goodwill in those marks, and any foreign or international applications and registrations claiming priority based on the Trademarks, including all rights to sue for damages and other remedies in respect of any infringement of such U.S. or foreign trademarks, regardless of when such infringement occurred.

The undersigned signing on behalf of BioMarin Pediatrics II, Inc. represents and warrants that s/he is authorized to execute this document on behalf of BioMarin Pediatrics II, Inc.

The undersigned signing on behalf of Sciele Pharma, Inc. represents and warrants that s/he is authorized to execute this document on behalf of Sciele Pharma, Inc.

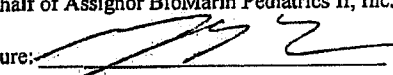
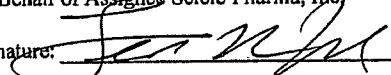
On Behalf of Assignor BioMarin Pediatrics II, Inc.	On Behalf of Assignee Sciele Pharma, Inc.
Signature: 	Signature: 
Name: <u>G. Eric Davis</u>	Name: <u>LESLIE B. ZACKS</u>
Title: <u>Vice President</u>	Title: <u>EMP, LEGAL</u>
Date: <u>7/1/09</u>	Date: <u>7/2/09</u>



EXHIBIT B

Mark	Country	Serial No.	Filing Date	Registration No.	Issue Date
ORAPRED	US	75/284,813	May 1, 1997	2,185,127	August 25, 1998
ORAPRED ODT	US	78/642,154	June 2, 2005	3,248,392	May 29, 2007
ASCENT	US	74/252,933	March 5, 1992	1,884,185	March 14, 1995

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:38 PM 05/18/2004
FILED 05:38 PM 05/18/2004
SRV 040365617 - 2190681 FILE

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

OF

ASCENT PEDIATRICS, INC.

It is hereby certified that:

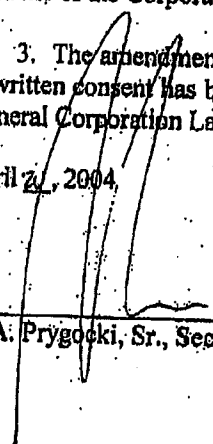
1. The name of the corporation (hereinafter called the "corporation") is
Ascent Pediatrics, Inc.

2. The certificate of incorporation of the corporation is hereby amended by striking
out Article 1 thereof and by substituting in lieu of said Article the following new Article:

"The name of the Corporation is: Medielis Pediatrics, Inc."

3. The amendment of the certificate of incorporation herein certified has been duly
adopted and written consent has been given in accordance with the provisions of Sections 228 and
242 of the General Corporation Law of the State of Delaware.

Signed on April 21, 2004.


Mark A. Prygoeki, Sr., Secretary and Treasurer

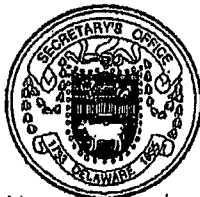
Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "MEDICIS PEDIATRICS, INC.", CHANGING ITS NAME FROM "MEDICIS PEDIATRICS, INC." TO "BIOMARIN PEDIATRICS II, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF JUNE, A.D. 2009, AT 1:20 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2190651 8100

090600803

You may verify this certificate online
at corp.delaware.gov/authvoz.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7350295

DATE: 06-09-09

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:22 PM 06/09/2009
FILED 01:20 PM 06/09/2009
SRV 090600803 - 2190651 FILE

**CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
MEDICIS PEDIATRICS, INC.**

Medicis Pediatrics, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

1. The Board of Directors of the Corporation has duly adopted a resolution setting forth an amendment to the Restated Certificate of Incorporation of the Corporation, as amended. The resolution setting forth the amendment is as follows:

RESOLVED, that the Restated Certificate of Incorporation of the Corporation, as amended, is hereby further amended by amending Article 1, thereof so that, as amended, Article 1 shall read in its entirety as follows:

"FIRST

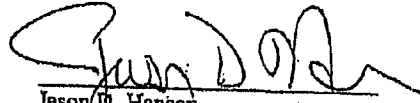
The name of the Corporation is: BioMarin Pediatrics II, Inc."

2. This Certificate of Amendment of Restated Certificate of Incorporation was duly adopted by written consent in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Corporation has caused this Certificate of
Amendment to be executed this 01st day of June, 2009.

MEDICIS PEDIATRICS, INC.,
a Delaware corporation

By:



Jason D. Hanson
Executive Vice President and Secretary



OCN10147522

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BIOMARIN PEDIATRICS II, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF JUNE, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BIOMARIN PEDIATRICS II, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF MARCH, A.D. 1989.



2190651 8300

090600803

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7350296

DATE: 06-09-09

Delaware

PAGE 1

The First State

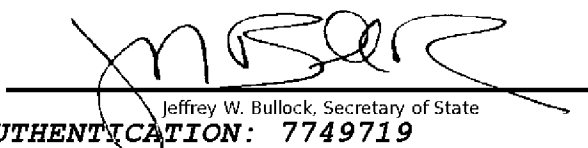
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "SCIELE PHARMA, INC.", CHANGING ITS NAME FROM "SCIELE PHARMA, INC." TO "SHIONOGI PHARMA, INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF JANUARY, A.D. 2010, AT 11:34 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2303139 8100

100025256




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7749719

DATE: 01-11-10

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004218 FRAME: 0296

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

SCIELE PHARMA, INC.

The undersigned Darrell Borne, the Executive Vice President, Chief Financial Officer, Secretary and Treasurer of Sciele Pharma, Inc., a Delaware corporation (the "Corporation") does hereby certify as follows:

FIRST: The name of the Corporation is Sciele Pharma, Inc.

SECOND: The Certificate of Incorporation of the Corporation was filed in the Office of the Secretary of State of Delaware on July 9, 1992 and was amended by certificates filed on August 11, 1992, May 24, 1994, December 7, 1998, December 15, 1999, February 16, 2000, July 25, 2002, August 2, 2002, June 15, 2006, May 22, 2008 and October 9, 2008.

THIRD: The Amended and Restated Certificate of Incorporation of the Corporation (the "Amended and Restated Certificate") was duly adopted in accordance with the provisions of Section 242 and 245 of the Delaware General Corporation Law ("DGCL"), the Board of Directors has recommended and the Sole Stockholder has approved the Amended and Restated Certificate by unanimous written consent in accordance with Sections 141(f) and 228 of the DGCL.

FOURTH: The Amended and Restated Certificate is being filed in pursuant to Sections 103 and 245 of the DGCL.

FIFTH: The Certificate of Incorporation of the Corporation is hereby amended and restated in its entirety as follow:

[Remainder of page intentionally left blank]

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

SHIONOGI PHARMA, INC.

FIRST: The name of the corporation is Shionogi Pharma, Inc. (the "**Corporation**").

SECOND: The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended ("**Delaware Law**").

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is 1,000, and the par value of each such share is \$0.01, amounting in the aggregate to \$10.00.

FIFTH: The management of the Corporation shall vest in the Board of Directors, subject to Section 3.01 of the bylaws of the Corporation.

SIXTH: The Board of Directors shall have the power to adopt, amend or repeal the bylaws of the Corporation.

SEVENTH: Election of directors need not be by written ballot unless the bylaws of the Corporation so provide.

EIGHTH: The Corporation expressly elects not to be governed by Section 203 of Delaware Law.

NINTH: (1) A director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director to the fullest extent permitted by Delaware Law.

(2)(a) Each person (and the heirs, executors or administrators of such person) who was or is a party or is threatened to be made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a director or officer of the Corporation or is or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless by the Corporation to the fullest extent permitted by Delaware Law. The right to indemnification conferred in this ARTICLE NINTH shall also include the right to be paid by the Corporation the expenses incurred in connection with any such proceeding in advance of its final disposition to the fullest extent authorized by Delaware Law. The right to indemnification conferred in this ARTICLE NINTH shall be a contract right.

TRADEMARK

REEL: 004218 FRAME: 0298

(b) The Corporation may, by action of its Board of Directors, provide indemnification to such of the employees and agents of the Corporation to such extent and to such effect as the Board of Directors shall determine to be appropriate and authorized by Delaware Law.

(3) The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any expense, liability or loss incurred by such person in any such capacity or arising out of such person's status as such, whether or not the Corporation would have the power to indemnify such person against such liability under Delaware Law.

(4) The rights and authority conferred in this ARTICLE NINTH shall not be exclusive of any other right which any person may otherwise have or hereafter acquire.

(5) Neither the amendment nor repeal of this ARTICLE NINTH, nor the adoption of any provision of this Certificate of Incorporation or the bylaws of the Corporation, nor, to the fullest extent permitted by Delaware Law, any modification of law, shall eliminate or reduce the effect of this ARTICLE NINTH in respect of any acts or omissions occutring prior to such amendment, repeal, adoption or modification.

TENTH: The Corporation reserves the right to amend this Certificate of Incorporation in any manner permitted by Delaware Law and all rights and powers conferred herein on stockholders, directors and officers, if any, are subject to this reserved power.

IN WITNESS WHEREOF, the undersigned has executed this Amended and Restated Certificate of Incorporation this 23 day of December 2009.



Darrell Borne, EVP, CFO, Secretary
and Treasurer