

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/27/2006		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Star Pharmaceuticals, Inc.		01/26/2006
			Entity Type
			CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Esprit Pharma, Inc.		
Street Address:	1209 Orange Street		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19801		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	0959686	UROLENE BLUE
CORRESPONDENCE DATA			
Fax Number:	(954)522-9123		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	9545222200		
Email:	stacy.schwartz@brinkleymorgan.com		
Correspondent Name:	Stacy M. Schwartz		
Address Line 1:	200 East Las Olas Blvd		
Address Line 2:	Suite 1900		
Address Line 4:	Fort Lauderdale, FLORIDA 33301		
ATTORNEY DOCKET NUMBER:	11461/03153		
NAME OF SUBMITTER:	Stacy M. Schwartz		
Signature:	/Stacy M. Schwartz/		

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TRADEMARK
 REEL: 004463 FRAME: 0929

Date:

01/31/2011

Total Attachments: 2

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF MERGER

OF

STAR PHARMACEUTICALS, INC.
(a Florida corporation)

AND

ESPRIT PHARMA, INC.
(a Delaware corporation)To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic wholly-owned subsidiary business corporation and the foreign parent business corporation herein named do hereby adopt the following articles of merger.

FIRST: Annexed hereto and made a part hereof is the Plan of Merger for merging Star Pharmaceuticals, Inc., a Florida corporation ("Star"), with and into Esprit Pharma, Inc., a Delaware corporation ("Esprit"), as adopted at a meeting by the Board of Directors of Esprit on January 26, 2006.

SECOND: The merger of Star with and into Esprit is permitted by the laws of the jurisdiction of organization of Esprit and has been authorized in compliance with said laws. The date of adoption of the Plan of Merger by the Board of Directors of Esprit was January 26, 2006.

THIRD: Shareholder approval was not required for the merger.

Executed on this 26th day of January 2006.

ESPRIT PHARMA, INC.

By: 

Name: ANTHONY A. RUSCIO

Capacity: SR. VICE PRESIDENT

NY1:83413040

PLAN OF MERGER
OF
STAR PHARMACEUTICALS, INC.
AND
ESPRIT PHARMA, INC.

1. Esprit Pharma, Inc. ("Esprit"), which is a business corporation of the State of Delaware and is the parent corporation and the owner of all of the outstanding shares of Star Pharmaceuticals, Inc. ("Star"), which is a business corporation of the State of Florida and the subsidiary corporation, hereby merges Star into Esprit pursuant to the provisions of the Florida Business Corporation Act and pursuant to the provisions of the laws of the jurisdiction of organization of Esprit.

2. The separate existence of Star shall cease at the effective time and date of the merger pursuant to the provisions of the Florida Business Corporation Act and Esprit shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction of its organization.

3. The issued shares of Star shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the officers of Esprit are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

NY1:83412040