

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Conversion	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
OSI PHARMACEUTICALS, INC.		03/31/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	OSI PHARMACEUTICALS, LLC		
Street Address:	1 Bioscience Park Drive		
City:	Farmingdale		
State/Country:	NEW YORK		
Postal Code:	11735		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	85245491	ZELNIB	
Serial Number:	85245735	ZELINIR	
CORRESPONDENCE DATA			
Fax Number:	(631)962-2005		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	631-962-2035		
Email:	eridelma.pascual@us.astellas.com		
Correspondent Name:	OSI PHARMACEUTICALS, LLC		
Address Line 1:	1 Bioscience Park Drive		
Address Line 2:	Eridelma Pascual		
Address Line 4:	Farmingdale, NEW YORK 11735		
NAME OF SUBMITTER:	Eridelma Pascual		
Signature:	/Eridelma Pascual/		
Date:	07/22/2011		

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Total Attachments: 5

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "OSI PHARMACEUTICALS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "OSI PHARMACEUTICALS, INC." TO "OSI PHARMACEUTICALS, LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF MARCH, A.D. 2011, AT 6:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2011, AT 11:59 O'CLOCK P.M.

2004924 8100V

110360293




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8663766

DATE: 03-31-11

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

TRADEMARK
REEL: 004589 FRAME: 0117

Delaware

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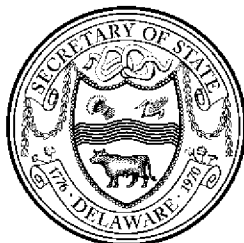
The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "OSI PHARMACEUTICALS, LLC" FILED IN THIS OFFICE ON THE THIRTIETH DAY OF MARCH, A.D. 2011, AT 6:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2011, AT 11:59 O'CLOCK P.M.

2004924 8100V

110360293




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8663766

DATE: 03-31-11

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

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CERTIFICATE OF CONVERSION OF
OSI PHARMACEUTICALS, INC.
(a Delaware corporation)
TO
OSI PHARMACEUTICALS, LLC
(a Delaware limited liability company)

OSI PHARMACEUTICALS, INC., a corporation formed and existing under the Delaware General Corporation Law, as amended (the "DGCL"), does hereby certify as follows:

- FIRST: That the entity OSI Pharmaceuticals, Inc. was first formed as a corporation under the laws of the State of Delaware on March 16, 1983, under the name "Oncogene Science, Inc."
- SECOND: That immediately prior to the filing of this certificate the name of the corporation is OSI Pharmaceuticals, Inc.
- THIRD: That immediately prior to the filing of this certificate OSI Pharmaceuticals, Inc. is a corporation existing under the laws of the State of Delaware.
- FOURTH: That the name of the limited liability company shall be "OSI Pharmaceuticals, LLC" as set forth in the Certificate of Formation filed contemporaneously herewith in accordance with subsection (b) of Section 18-214 of the Delaware Limited Liability Company Act (the "LLC Act").
- FIFTH: That the conversion of OSI Pharmaceuticals, Inc. into OSI Pharmaceuticals, LLC shall be effective March 31, 2011 at 11:59 p.m. EST.
- SIXTH: That each of the conversion of OSI Pharmaceuticals, Inc. to OSI Pharmaceuticals, LLC and the Certificate of Formation of OSI Pharmaceuticals, LLC has been approved in accordance with the provisions of Section 266 of the DGCL and Section 18-214 of the LLC Act and in the manner provided for in the Bylaws of OSI Pharmaceuticals, Inc. which govern the internal affairs of OSI Pharmaceuticals, Inc. and the conduct of its business.

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IN WITNESS WHEREOF, OSI Pharmaceuticals, Inc. has caused this Certificate of Conversion to be executed by a duly authorized person as indicated below this 30th day of March, 2011.

By:  _____
Authorized Person

Name: Jonathan Brooks

CERTIFICATE OF FORMATION

OF

OSI PHARMACEUTICALS, LLC

The undersigned, desiring to form a limited liability company pursuant to the laws of the State of Delaware, certifies as follows:

1. The name of the limited liability company is OSI Pharmaceuticals, LLC.
2. The name of its registered agent and the address of its registered office in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, Delaware, 19808.
3. That the effective time of this formation shall be March 31, 2011 at 11:59 p.m. EST.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 30th day of March, 2011.

By: /s/ Jonathan Brooks
Authorized Person

Name: Jonathan Brooks