

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.		02/07/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Everett Laboratories, Inc.		
Street Address:	29 Spring Street		
City:	West Orange		
State/Country:	NEW JERSEY		
Postal Code:	07052-5415		
Entity Type:	CORPORATION: NEW JERSEY		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Serial Number:	85379924	STUART PRENATAL + DNA	
Registration Number:	2660370	STUARTNATAL PLUS 3	
Registration Number:	2586454	PLUS 3	
Registration Number:	2799653	STUART	
Registration Number:	0932809	STUARTNATAL	
Registration Number:	0601943	STUART PRENATAL	
Registration Number:	2738615		
Registration Number:	2934291		
Registration Number:	3369809	BABY. YOURSELF.	
CORRESPONDENCE DATA			
Fax Number:	(202)218-0020		
Phone:	202-218-0000		
Email:	fsimerly@sheppardmullin.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			

CH \$240.00 85379924

Correspondent Name: Don J. Pelto
Address Line 1: 1300 I Street NW, 11th Floor East
Address Line 2: Sheppard, Mullin, Richter & Hampton LLP
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	14ME-129025 TM ASSIGNMENT
NAME OF SUBMITTER:	Don J. Pelto
Signature:	/DJPELTO REG. NO. 33754/
Date:	02/10/2012

Total Attachments: 7
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source=Xanodyne_Assignment#page3.tif
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source=pto1594#page3.tif

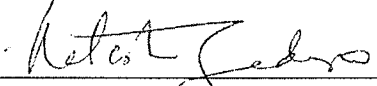
TRADEMARK ASSIGNMENT.

For good and valuable consideration, the receipt of which is hereby acknowledged, Xanodyne Pharmaceuticals, Inc., a corporation organized under the laws of Delaware (the "Company"), the owner of the trademark registrations identified on Schedule A, including the goodwill of the business connected with the use of, and symbolized by, said marks, hereby assigns to Everett Laboratories, Inc. a corporation organized under the laws of New Jersey (the "Buyer"), its entire right, title and interest in and to the trademark registrations identified on Schedule A and the trademarks which are the subject thereof, including the goodwill of the business connected with the use of, and symbolized by, said marks, and the right to recover for past infringement of the trademarks. The Buyer hereby accepts said assignment.

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Executed as of the 7th day of February, 2012.

XANODYNE PHARMACEUTICALS,
INC.

By: 


Name: Natasha Giordano

Title: President & CEO

[Signature Page to Trademark Assignment]

ACCEPTED:

EVERETT LABORATORIES, INC.

By:  _____

Name: LUCAS SIGMAN

Title: CEO

[Signature Page to Trademark Assignment]

Schedule A

Assignment of Trademarks

Trademark Registrations

Registration/ Serial Number	Word Mark
3,369,809	Baby Yourself
2,660,370	Stuartnatal Plus3
2,586,454	Plus 3
2,799,653	Stuart
0,932,809	Stuartnatal
0,601,943	Stuart Prenatal
2,738,615	Heart in Heart Design
2,934,291	Heart Design
s/n 85379924	Stuart Prenatal Plus DHA

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

XANODYNE PHARMACEUTICALS, INC.

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: DELAWARE
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) February 7, 2012

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: EVERETT LABORATORIES, INC.

Internal Address: _____

Street Address: 29 Spring Street

City: West Orange

State: New Jersey

Country: US Zip: 07052-5415

- Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship US
 Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

85379924

B. Trademark Registration No.(s)

3369809, 2660370, 2586454, 2799653, 0932809, 0601943, 2738615
 2934291

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Don J. Peltó

Internal Address: Sheppard, Mullin, Richter & Hampton LLP

Street Address: 1300 I Street NW, 11th Floor East

City: Washington

State: District of Columbia Zip: 20005

Phone Number: 202-218-0000

Fax Number: 202-218-0010

Email Address: djpelto@sheppardmullin.com

6. Total number of applications and registrations involved:

9

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$360.00

- Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

Deposit Account Number 501067

Authorized User Name Don Peltó

9. Signature:

/D.JPELTO REG. NO. 33754/

Signature

February 10, 2012

Date

Don J. Peltó

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450