

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/10/2001

<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
American Pharmaceutical Partners, Inc.		12/10/2001	CORPORATION: CALIFORNIA

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	American Pharmaceutical Partners, Inc.
<b>Street Address:</b>	10866 Wilshire Boulevard,
<b>Internal Address:</b>	Suite 1270
<b>City:</b>	Los Angeles
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90024
<b>Entity Type:</b>	CORPORATION: DELAWARE

<b>PROPERTY NUMBERS Total: 1</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Registration Number:	1711083	NEBUPENT

**CORRESPONDENCE DATA**

Fax Number: 3126165700  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 312-616-5652  
 Email: lsullivan@leydig.com  
 Correspondent Name: Lynn A. Sullivan, Leydig Voit & Mayer  
 Address Line 1: Two Prudential Plaza, 180 N. Stetson Ave  
 Address Line 2: Suite 4900  
 Address Line 4: Chicago, ILLINOIS 60601

<b>ATTORNEY DOCKET NUMBER:</b>	187481
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NAME OF SUBMITTER:	Lynn A. Sullivan
Signature:	/Lynn A. Sullivan/
Date:	04/20/2012
<b>Total Attachments: 6</b> source=CA corp to DE corp doc#page1.tif source=CA corp to DE corp doc#page2.tif source=CA corp to DE corp doc#page3.tif source=CA corp to DE corp doc#page4.tif source=CA corp to DE corp doc#page5.tif source=CA corp to DE corp doc#page6.tif	

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"AMERICAN PHARMACEUTICAL PARTNERS, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "AMERICAN PHARMACEUTICAL PARTNERS, INC." UNDER THE NAME OF "AMERICAN PHARMACEUTICAL PARTNERS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TENTH DAY OF DECEMBER, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3430252 8330

AUTHENTICATION: 1490902

010627846

DATE: 12-10-01

TRADEMARK  
REEL: 004761 FRAME: 0912

CERTIFICATE OF MERGER  
OF  
AMERICAN PHARMACEUTICAL PARTNERS, INC.,  
a California corporation  
INTO  
AMERICAN PHARMACEUTICAL PARTNERS, INC.,  
a Delaware corporation

(Under Section 252 of the General Corporation Law of the State of Delaware)

American Pharmaceutical Partners, Inc., a Delaware corporation, hereby certifies that:

- (1) The name and state of incorporation of each of the constituent corporations are:
  - (a) American Pharmaceutical Partners, Inc., a California corporation ("APP California"), and
  - (b) American Pharmaceutical Partners, Inc., a Delaware corporation ("APP Delaware").
- (2) An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by APP California and APP Delaware in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.
- (3) The name of the surviving corporation is American Pharmaceutical Partners, Inc., a Delaware corporation, which will continue its existence as the surviving corporation under its present name upon the effective date of the merger.
- (4) The certificate of incorporation of APP Delaware shall be the certificate of incorporation of the surviving corporation after the effectiveness of the merger.
- (5) The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, APP Delaware, located at 10866 Wilshire Boulevard, Suite 1270, Los Angeles, California 90024.
- (6) A copy of the Agreement and Plan of Merger will be furnished by APP Delaware, on request and without cost, to any shareholder of APP California or stockholder of APP Delaware.
- (7) The authorized capital stock of APP California is 100,000,000 shares of Common Stock and 14,810,500 shares of Preferred Stock.

IN WITNESS WHEREOF, APP Delaware has caused this Certificate of Merger to be signed by its Chief Financial Officer and Secretary this 8th day of December, 2001.

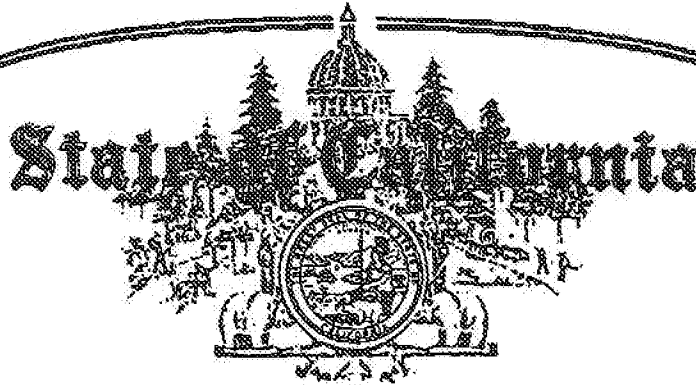
AMERICAN PHARMACEUTICAL PARTNERS, INC.  
a Delaware corporation

By: \_\_\_\_\_



Derek J. Brown  
Chief Financial Officer and Secretary

D0661793



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this day of

DEC 10 2001

*Bill Jones*

Secretary of State



D0661793

ENDORSED - FILED  
in the office of the Secretary of State  
of the State of California

DEC 10 2001

BILL JONES, Secretary of State

**CERTIFICATE OF MERGER****OF****AMERICAN PHARMACEUTICAL PARTNERS, INC.,  
a California corporation****INTO****AMERICAN PHARMACEUTICAL PARTNERS, INC.,  
a Delaware corporation****(Under Section 252 of the General Corporation Law of the State of Delaware)**

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(2) An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by APP California and APP Delaware in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

(3) The name of the surviving corporation is American Pharmaceutical Partners, Inc., a Delaware corporation, which will continue its existence as the surviving corporation under its present name upon the effective date of the merger.

(4) The certificate of incorporation of APP Delaware shall be the certificate of incorporation of the surviving corporation after the effectiveness of the merger.

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**AMERICAN PHARMACEUTICAL PARTNERS, INC.**  
a Delaware corporation

By:   
Derek J. Brown  
Chief Financial Officer and Secretary

