

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Abbott Endocrine Inc.		01/01/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	AbbVie Endocrine Inc.
Street Address:	1 N. Waukegan Rd.
City:	North Chicago
State/Country:	ILLINOIS
Postal Code:	60064
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	3370807	ENDOFACFS
Serial Number:	85755715	LUPANETA
Serial Number:	85758707	LUPANETA PACK
Serial Number:	85755718	LUPNETA
Serial Number:	85758700	LUPNETA PACK
Registration Number:	3480499	LUPROLINK
Registration Number:	3480500	LUPROLINK
Registration Number:	2964974	LUPROLOC
Registration Number:	1357567	LUPRON
Registration Number:	1511474	LUPRON DEPOT
Registration Number:	3508159	LUPRON DEPOT-PED
Serial Number:	85441243	LUPRON NETA
Registration Number:	1859068	TERRY TOO SOON

CORRESPONDENCE DATA

900253197

TRADEMARK
 REEL: 005012 FRAME: 0348

CH \$340.00 3370807

Fax Number: 8479382623

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

Phone: 847-937-3386

Email: trademarks@abbvie.com

Correspondent Name: Cheryl A. Withycombe

Address Line 1: 1 N. Waukegan Rd.

Address Line 2: Dept. V377, AP34-2

Address Line 4: North Chicago, ILLINOIS 60064

ATTORNEY DOCKET NUMBER:	00015908
NAME OF SUBMITTER:	Cheryl A. Withycombe
Signature:	/Cheryl A. Withycombe/
Date:	04/23/2013

Total Attachments: 6

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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 "ABBOTT ENDOCRINE INC.", CHANGING ITS NAME FROM "ABBOTT ENDOCRINE INC." TO "ABBVIE ENDOCRINE INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF NOVEMBER, A.D. 2012, AT 5:14 O'CLOCK P.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID RESTATED CERTIFICATE IS THE FIRST DAY OF JANUARY, A.D. 2013.

4492601 8100

121210631

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9976976

DATE: 11-09-12

TRADEMARK
REEL: 005012 FRAME: 0350

Amended and Restated
Certificate of Incorporation
of

Abbott Endocrine Inc.

(Pursuant to Section 228, 242 and 245 of the
General Corporation Law of the State of Delaware)

Abbott Endocrine Inc., a corporation organized and existing under the General Corporation Laws of the State of Delaware (the "DGCL"),

DOES HEREBY CERTIFY:

First: The name of the Corporation is Abbott Endocrine Inc. (the "Corporation"). The Certificate of Incorporation was originally filed with the Secretary of State of Delaware as Lake Products Inc. on February 15, 2008 and amended on May 1, 2008.

Second: This Amended and Restated Certificate of Incorporation was duly adopted by the board of directors and the stockholders of this corporation in accordance with Section 141(f), 228, 242, and 245 of the Delaware General Corporation Law.

Third: This Certificate of Incorporation is hereby amended and restated in its entirety as follows:

FIRST: Effective as of January 1, 2013, the name of the corporation is AbbVie Endocrine Inc. (the "Corporation").

SECOND: The address of the registered office of the Corporation in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801. The name of its registered agent at that address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware (as amended from time to time, the "DGCL").

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is 1,000 shares of capital stock, all of which shall be common stock of one class without par value.

FIFTH: The following provisions are inserted for the management of the business and the conduct of the affairs of the Corporation, and for further definition, limitation and regulation of the powers of the Corporation and of its directors and stockholders:

(1) The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors.

(2) The board of directors is expressly authorized to make, alter, amend, change, add to or repeal the By-Laws of the Corporation, without any action on the part of the stockholders, but the stockholders may make additional By-Laws and may alter, amend or repeal any By-Law whether adopted by them or otherwise.

(3) The number of directors of the Corporation shall be as from time to time fixed by, or in the manner provided in, the By-Laws of the Corporation. Election of directors need not be by written ballot unless the By-Laws so provide.

(4) No director shall be personally liable to the Corporation or any of its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) pursuant to Section 174 of the DGCL or (iv) for any transaction from which the director derived an improper personal benefit. Any repeal or modification of this clause (4) FIFTH Article shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification with respect to acts or omissions occurring prior to such repeal or modification.

SIXTH: The Corporation shall indemnify its directors and officers against all expense, liability and loss reasonably incurred or suffered by such persons in connection with their service as a director or officer, as applicable, of the Corporation, or their service at the request of the Corporation as a director, officer, employee or agent of another corporation or other enterprise, to the fullest extent authorized or permitted by the DGCL as the same exists or may hereafter be amended or modified from time to time (but, in the case of any such amendment or modification, only to the extent that such amendment or modification permits the Corporation to provide broader indemnification rights than said law permitted the Corporation to provide prior to such amendment or modification), and such right to indemnification shall continue as to a person who has ceased to be a director or officer of the Corporation and shall inure to the benefit of his or her heirs, executors and personal and legal representatives; provided, however, that,

except for proceedings to enforce rights to indemnification, the Corporation shall not be obligated to indemnify any director or officer (or his or her heirs, executors or personal or legal representatives) in connection with a proceeding (or part thereof) initiated by such person unless such proceeding (or part thereof) was authorized or consented to by the Board of Directors. The right to indemnification conferred by this SIXTH Article shall be a contract right and shall include the right to be paid by the Corporation the expenses incurred in defending or otherwise participating in any proceeding in advance of its final disposition; provided, however, that if the DGCL requires, the payment of such expenses incurred by a director or officer in his or her capacity as a director or officer in advance of the final disposition of a proceeding shall be made only upon delivery to the Corporation of an undertaking, by or on behalf of such director or officer, to repay all amounts so advanced if it shall ultimately be determined that such director or officer is not entitled to be indemnified under this SIXTH Article or otherwise.

The Corporation may, to the extent authorized from time to time by the Board of Directors, provide rights to indemnification and to the advancement of expenses to employees and agents of the Corporation similar to those conferred in this SIXTH Article to directors and officers of the Corporation.


The rights to indemnification and to the advance of expenses conferred in this SIXTH Article shall not be exclusive of any other right which any person may have or hereafter acquire under this Certificate of Incorporation, the By-Laws of the Corporation, any statute, agreement, vote of stockholders or disinterested directors or otherwise.

Any repeal or modification of this SIXTH Article by the stockholders of the Corporation shall not adversely affect any rights to indemnification and to the advancement of expenses of a director or officer of the Corporation existing at the time of such repeal or modification with respect to any acts or omissions occurring prior to such repeal or modification.

SEVENTH: Meetings of stockholders may be held within or without the State of Delaware, as the By-Laws may provide. The books of the Corporation may be kept (subject to any provision of the DGCL) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the By-Laws of the Corporation.

EIGHTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to this reservation.

IN WITNESS WHEREOF, this Amended and Restated Certificate of Incorporation with an effective date of January 1, 2013, has been executed by a duly authorized officer of the Corporation on this 7 day of November, 2012.



Name: Richard A. Gonzalez
Title: President

Schedule of Trademarks

Trademark	Status	Classes	Appl. No.	Reg. No.
ENDOFACTS	REGISTERED	44	78924708	3370807
LUPANETA	FILED	5	85755715	
LUPANETA PACK	FILED	5	85758707	
LUPNETA	FILED	5	85755718	
LUPNETA PACK	FILED	5	85758700	
LUPROLINK	REGISTERED	35; 42; 09	77372724	3480499
LUPROLINK AND DESIGN	REGISTERED	09; 35; 42	77372727	3480500
LUPROLOC	REGISTERED	10	78304608	2964974
LUPRON	REGISTERED	5	73508670	1357567
LUPRON DEPOT	REGISTERED	5	73704907	1511474
LUPRON DEPOT-PED	REGISTERED	5	77406304	3508159
LUPRON NETA	FILED	5	85441243	
TERRY TOO SOON	REGISTERED	16; 42	74337955	1859068