

TRADEMARK ASSIGNMENT COVER SHEET

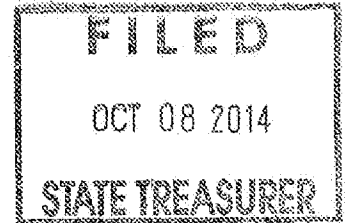
Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM341859

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Everett Laboratories, Inc.		09/30/2014	CORPORATION: NEW JERSEY
RECEIVING PARTY DATA			
Name:	Exeltis USA, Inc.		
Street Address:	One Main Street		
Internal Address:	Suite 203		
City:	Chatham		
State/Country:	NEW JERSEY		
Postal Code:	07928		
Entity Type:	CORPORATION: NEW JERSEY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85515790	GENTELLE	
CORRESPONDENCE DATA			
Fax Number:	7144285977		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	714-513-5100		
Email:	mwisniewski@sheppardmullin.com		
Correspondent Name:	Michelle L. Wisniewski		
Address Line 1:	650 Town Center Drive		
Address Line 2:	4th Floor		
Address Line 4:	Costa Mesa, CALIFORNIA 92626		
ATTORNEY DOCKET NUMBER:	14ME-129025		
NAME OF SUBMITTER:	Michelle L. Wisniewski		
SIGNATURE:	/mlw/		
DATE SIGNED:	05/19/2015		
Total Attachments: 5			
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FOURTH RESTATED
CERTIFICATE OF INCORPORATION
OF
EVERETT LABORATORIES, INC.

Pursuant to the provisions of Section 14A:9-5 of the New Jersey Business Corporation Act, the undersigned corporation hereby executes the following Fourth Restated Certificate of Incorporation as of September 30, 2014:

FIRST: The name of the corporation (the "Corporation") is EXELTIS USA, INC.

SECOND: The address of the Corporation's registered office in the State of New Jersey is One Main Street Suite 203, Chatham, County of Morris, New Jersey, 07928. The name of its registered agent at such address is Raul Kohan.

THIRD: The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the New Jersey Business Corporation Act.

FOURTH: The total number of shares of stock which the Corporation has authority to issue is 100,000 shares of Common Stock, with a par value of \$.001 per share. The Common Stock shall be divided into 1,000 shares of Class A Common Stock and 99,000 shares of Class B Common Stock.

FIFTH: Except as provided in ARTICLE SIXTH, the rights and preferences of the holders of Class A Common Stock and Class B Common Stock are identical, including, without limitation, rights upon liquidation, rights to cash, property, stock

dividends, and rights upon stock divisions or combinations; provided, however, that stock dividends shall be issued to the holder of each class in shares of the same class.

SIXTH: The holders of Class A Common Stock shall be entitled to one vote per share of Class A Common Stock on all matters to be voted on by the stockholders of the Corporation. The holders of Class B Common Stock shall not be entitled to vote on any matter on account of their shares of Class B Common Stock, except as required by law.

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

The business and affairs of the Corporation shall be managed by or under the direction of the board of directors of the Corporation.

The number of directors of the Corporation shall be fixed by, or in the manner provided in, the by-laws of the Corporation.

In addition to the powers and authorities hereinbefore or by law expressly conferred upon them, the directors of the Corporation are hereby empowered to exercise all such powers and to do all such acts and things as may be exercised or done by the Corporation, subject to the provisions of the New Jersey Business Corporation Act, of this Fourth Restated Certificate of Incorporation, and to any by-laws of the Corporation; provided, however, that no adopted by-law shall invalidate any prior act of the directors which would have been valid if such by-law had not been adopted.

EIGHTH: The number of directors constituting the current Board of Directors of the Corporation is three, and the name and address of the current Board of Directors, to serve until the next annual meeting of shareholders, or until the successors are elected and qualified, are as follows: Raul Eduardo Kohan, [One Main Street 07928 Chatham, New Jersey]; Lucas Sigman, [One Main Street 07928 Chatham, New Jersey]; and Ignacio Ponce Gutierrez [One Main Street 07928 Chatham, New Jersey].

NINTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Fourth Restated Certificate of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred hereby on stockholders of the Corporation are subject to this reservation.

TENTH: The period of duration of the Corporation shall be perpetual.


ELEVENTH: No director of the Corporation shall be liable to the Corporation or its stockholders for damages for breach of any duty owed to the Corporation or its stockholders, except with respect to (1) a breach of the director's duty of loyalty to the Corporation or its stockholders, (2) acts or omissions not in good faith or involving a knowing violation of law, or (3) acts or omissions resulting in receipt by such person of an improper personal benefit.

TWELFTH: The Fourth Restated Certificate of Incorporation was adopted by the directors and shareholders of the Corporation on September 30, 2014.

THIRTEENTH: The number of shares entitled to vote on the adoption of the Fourth Restated Certificate of Incorporation is 100 shares of Class A Common Stock.

FOURTEENTH: The number of shares voting for the adoption of the Fourth Restated Certificate of Incorporation is 100 Shares of Class A Common Stock. The number of shares voting against the adoption of the Fourth Restated Certificate of Incorporation is zero.

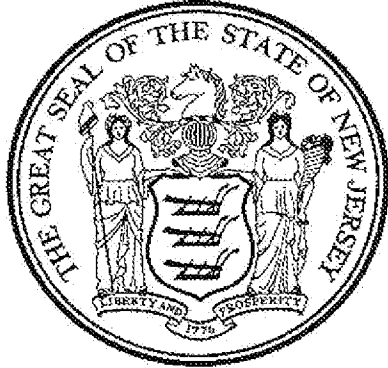
IN WITNESS WHEREOF, the undersigned has executed this Third Restated Certificate of Incorporation as of the date and year first written above.

By: 
Name: Raul Eduardo Kohan
Title: President

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
FILING CERTIFICATION (CERTIFIED COPY)

EXELTIS USA, INC.

I, the Treasurer of the State of New Jersey,
do hereby certify, that the above named business
did file and record in this department the below
listed document(s) and that the foregoing is a
true copy of the
Fourth Restated
Certificate of Incorporation
Filed in this Office
October 8, 2014
as the same is taken from and compared with the
original(s) filed in this office on the date set
forth on each instrument and now remaining on file
and of record in my office.



Certificate Number: 133844472

Verify this certificate online at

https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton, this
14th day of October, 2014

Andrew P Sidamon-Eristoff
State Treasurer