

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM456499

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2017		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AMAG PHARMACEUTICALS IP, LTD.		12/21/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	AMAG PHARMA USA, INC.		
Street Address:	1100 Winter Street		
City:	Waltham		
State/Country:	MASSACHUSETTS		
Postal Code:	02451		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	4035424	EVERY WEEK COUNTS	
Registration Number:	4046878	MAKENA	
Registration Number:	4151045	MAKENA CARE CONNECTION	
Registration Number:	4191401	MAKENA CARES FOUNDATION	
CORRESPONDENCE DATA			
Fax Number:	2123553333		
<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:	2128138800		
Email:	TMadmin@goodwinlaw.com, sallirampersad@goodwinlaw.com		
Correspondent Name:	GOODWIN PROCTER LLP		
Address Line 1:	620 Eighth Avenue		
Address Line 4:	New York, NEW YORK 10018		
ATTORNEY DOCKET NUMBER:	124885-220881		
NAME OF SUBMITTER:	Shaleena Alli-Rampersad/Paralegal		
SIGNATURE:	/Shaleena Alli-Rampersad/		
DATE SIGNED:	01/02/2018		

OP \$115.00 4035424

Total Attachments: 3

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Delaware

The First State

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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 CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"AMAG PHARMACEUTICALS IP, LTD.", A DELAWARE CORPORATION, WITH AND INTO "AMAG PHARMA USA, INC." UNDER THE NAME OF "AMAG PHARMA USA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2017, AT 6:06 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2017.

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




Jeffrey W. Bullock, Secretary of State

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SR# 20177729824

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

Authentication: 203843754
Date: 12-28-17

TRADEMARK
REEL: 006240 FRAME: 0429

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

AMAG Pharmaceuticals IP, Ltd.

INTO

AMAG Pharma USA, Inc.

(Subsidiary into parent pursuant to Sections 103 and 253 of the General Corporation Law of Delaware)

* * * * *

AMAG Pharma USA, Inc., a corporation incorporated on the 1st day of June, 1971, pursuant to the provisions of the General Corporation Law of Delaware;

DOES HEREBY CERTIFY:

FIRST: That this corporation owns 100% of the outstanding capital stock of AMAG Pharmaceuticals IP, Ltd., a corporation incorporated on the 31st day of December, 1996, pursuant to the provisions of the General Corporation Law of Delaware and that this corporation, by a resolution of its Board of Directors unanimously adopted on the 21st day of December, 2017, determined to and did merge into itself said AMAG Pharmaceuticals IP, Ltd., which resolution is in the following words to wit:

RESOLVED: That it is advisable and in the best interest of AMAG Pharma USA, Inc. (the "Company") and its stockholders for the Company to effect a business combination through merger (the "Subsidiary Merger") of AMAG Pharmaceuticals IP, Ltd., its wholly-owned subsidiary, with and into the Company, with the Company being the surviving corporation existing under the laws of the State of Delaware.

RESOLVED: That the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions shall be December 31, 2017, and that, insofar as the Delaware General Corporation Law shall govern the same, said time shall be the effective time of the Subsidiary Merger.

RESOLVED: That the proper officers of the Company (the "Authorized Officers") be, and each acting singly hereby is, authorized and empowered, for and on behalf of the Company, to execute, deliver and file any and all other documents, papers, certificates or instruments and to do or cause to be done any and all such acts and things as they, or any of them, may deem necessary, appropriate or desirable in order to effect the Subsidiary Merger, including, but not limited to, the filing of a certificate of merger or other instruments with the Secretary of State of the State of Delaware or any other jurisdiction required to effect the Subsidiary Merger.

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate of Ownership and Merger to be duly executed as of this 21st day of December, 2017.

AMAG PHARMA USA, INC.
(a Delaware Corporation)

By: William K. Heiden

Name: William K. Heiden

Title: President and Chief Executive Officer