

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM592896

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	07/01/2020
<b>SEQUENCE:</b>	3

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Shire Holdings US AG		06/26/2020	Corporation: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Shire North American Group Inc.
<b>Street Address:</b>	9200 Brookfield Court, Suite 108
<b>City:</b>	Florence
<b>State/Country:</b>	KENTUCKY
<b>Postal Code:</b>	41042
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	3871096	INTUNIV
Registration Number:	4655357	KEEP MOMMING
Registration Number:	1975246	CARBATROL
Registration Number:	3119751	AGRYLIN
Registration Number:	1908092	ADDERALL
Registration Number:	4005685	ADDERALL XR
Registration Number:	3917460	
Registration Number:	5261446	MYDAYIS
Registration Number:	5276898	MYDAYIS
Registration Number:	3468580	VYVANSE
Registration Number:	3793507	
Registration Number:	3595432	VYVANSE
Registration Number:	3793508	VYVANSE
Registration Number:	5794940	MOTTEGRITY
Registration Number:	5488273	MYDAYIS
Registration Number:	5776458	MOTTEGRITY
Serial Number:	88141388	BUCCOLAM

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**CORRESPONDENCE DATA****Fax Number:** 2127046288*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.***Phone:** 2127046125**Email:** IPServicesNYC@troutman.com**Correspondent Name:** Troutman Pepper Hamilton Sanders LLP**Address Line 1:** 875 Third Avenue, 17th Fl**Address Line 2:** C/O IP Services NYC/KMZ**Address Line 4:** New York, NEW YORK 10022

<b>ATTORNEY DOCKET NUMBER:</b>	255543.000019
<b>NAME OF SUBMITTER:</b>	Karl M. Zielaznicki
<b>SIGNATURE:</b>	/kmz/
<b>DATE SIGNED:</b>	08/19/2020

**Total Attachments: 4**

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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 MERGER, WHICH MERGES:

"SHIRE HOLDINGS US AG", A DELAWARE CORPORATION,  
WITH AND INTO "SHIRE NORTH AMERICAN GROUP INC." UNDER THE NAME OF "SHIRE NORTH AMERICAN GROUP INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF JUNE, A.D. 2020, AT 5:36 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JULY, A.D. 2020 AT 12 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

5073067 8100M  
SR# 20205941351

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203191178  
Date: 06-29-20

TRADEMARK  
REEL: 007028 FRAME: 0889

**CERTIFICATE OF OWNERSHIP AND MERGER**

of

**SHIRE HOLDINGS US AG**  
(a Delaware corporation)

with and into

**SHIRE NORTH AMERICAN GROUP INC.**  
(a Delaware corporation)

Pursuant to Section 253 of the General Corporation Law of the State of Delaware, Shire North American Group Inc., a Delaware corporation (the "Corporation"),

**DOES HEREBY CERTIFY:**

**FIRST:** That the Corporation was incorporated pursuant to the General Corporation Law of the State of Delaware (the "DGCL").

**SECOND:** That at the Effective Time of the Merger the Corporation will own all the outstanding shares of each class of the capital stock of Shire Holdings US AG, a Delaware corporation (the "Subsidiary Corporation").

**THIRD:** That the Corporation, by the following resolutions of its board of directors, duly adopted on June 25, 2020, determined to merge the Subsidiary Corporation into itself (the "Merger"), with the Corporation being the sole surviving entity:

WHEREAS, prior to the Effective Time (as defined below), the Corporation will become the owner of all the outstanding shares of each class of the capital stock of Shire Holdings US AG, a Delaware corporation (the "Subsidiary Corporation").

NOW, THEREFORE, BE IT RESOLVED, that pursuant to Section 253 of the DGCL, in the Merger, the Subsidiary Corporation shall be merged with and into the Corporation as of the Effective Time, whereupon the separate existence of the Subsidiary Corporation shall cease, and the Corporation shall be the surviving corporation (the "Surviving Corporation") of the Merger;

RESOLVED FURTHER, that the Merger is hereby approved pursuant to the provisions of Section 253 of the DGCL;

RESOLVED FURTHER, that the Merger shall become effective at 12:00 p.m. EDT on July 1, 2020 (the "Effective Time");

RESOLVED FURTHER, that from and after the Effective Time, until successors are duly elected or appointed in accordance with applicable law, the directors of the Corporation at the Effective Time shall be the directors of the Surviving Corporation, and the officers of the Corporation at the Effective Time shall be the officers of the Surviving Corporation;

RESOLVED FURTHER, that from and after the Effective Time, the bylaws of the Corporation shall continue to be the bylaws of the Surviving Corporation;

RESOLVED FURTHER, that from and after the Effective Time, the certificate of incorporation of the Corporation shall be the certificate of incorporation of the Surviving Corporation; and

RESOLVED FURTHER, that from and after the Effective Time, the name of the Surviving Corporation shall be "Shire North American Group Inc."

**FOURTH:** That the Corporation shall be the surviving corporation of the Merger.

**FIFTH:** That the certificate of incorporation of the Corporation as in effect immediately prior to the Effective Time of the Merger shall be the certificate of incorporation of the Surviving Corporation.

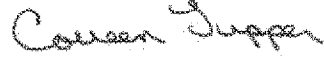
**SIXTH:** It is intended that the Merger, as provided in this Certificate of Ownership and Merger, constitutes a complete liquidation to which Section 332 of the United States Internal Revenue Code of 1986, as amended, applies, and all documents entered into in connection with this Certificate of Ownership and Merger together are intended to constitute a plan of liquidation.

**SEVENTH:** The Merger shall become effective at 12:00 p.m. EDT on July 1, 2020.

*(Signature page follows)*

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by a duly authorized officer, declaring that the facts stated herein are true.

**SHIRE NORTH AMERICAN GROUP INC.**



By: \_\_\_\_\_  
Name: Colleen Tupper  
Title: President  
Date: June 26, 2020

*(Signature Page to Certificate of Ownership and Merger)*

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