

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM869720

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	08/01/2022		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hikma Cali Inc.		07/25/2022	Corporation: TEXAS
RECEIVING PARTY DATA			
Name:	Hikma Pharmaceuticals USA Inc.		
Street Address:	200 Connell Drive		
Internal Address:	4th Floor		
City:	Berkeley Heights		
State/Country:	NEW JERSEY		
Postal Code:	07922		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4480347	CUSTOPHARM	
Registration Number:	5851798	LEUCADIA PHARMACEUTICALS	
CORRESPONDENCE DATA			
Fax Number:	2165796073		
<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:	2165791700		
Email:	tmdocket@pearne.com		
Correspondent Name:	Deborah L. Corpus		
Address Line 1:	1801 East 9th Street		
Address Line 2:	Suite 1200		
Address Line 4:	Cleveland, OHIO 44114		
ATTORNEY DOCKET NUMBER:	WSTW1-69733		
NAME OF SUBMITTER:	Deborah L. Corpus		
SIGNATURE:	/Deborah L Corpus/		
DATE SIGNED:	01/19/2024		
Total Attachments: 11			

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Delaware

The First State

Page 1

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:

"HIKMA CALI TOPCO INC.", A DELAWARE CORPORATION,

"HIKMA CALI INC.", A TEXAS CORPORATION,

"HIKMA CALI HOLDINGS INC.", A DELAWARE CORPORATION,

WITH AND INTO "HIKMA PHARMACEUTICALS USA INC." UNDER THE NAME OF "HIKMA PHARMACEUTICALS 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-FIFTH DAY OF JULY, A.D. 2022, AT 6:52 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 AUGUST, A.D. 2022.




Jeffrey W. Bullock, Secretary of State

2264775 8100M
SR# 20223080297

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

Authentication: 204027260
Date: 07-28-22

TRADEMARK
REEL: 008322 FRAME: 0154

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:52 PM 07/25/2022
FILED 06:52 PM 07/25/2022
SR 20223080297 - File Number 2264775

**CERTIFICATE OF MERGER
MERGING
HIKMA CALI TOPCO INC.,
HIKMA CALI HOLDINGS INC.
AND
HIKMA CALI INC.
WITH AND INTO
HIKMA PHARMACEUTICALS USA INC.**

July 25, 2022

Hikma Pharmaceuticals USA Inc., a corporation duly organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), desiring to merge each of Hikma Cali Topco Inc., Hikma Cali Holdings Inc. and Hikma Cali Inc., with and into the Corporation (the "Merger"), pursuant to Section 252 of the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies as follows:

FIRST: The name and state of incorporation of each of the constituent corporations to the Merger (the "Constituent Corporations") are as follows

<u>Name</u>	<u>State of Incorporation</u>
Hikma Cali Topco Inc.	Delaware
Hikma Cali Holdings Inc.	Delaware
Hikma Cali Inc.	Texas
Hikma Pharmaceuticals USA Inc.	Delaware

SECOND: An Agreement and Plan of Merger, dated as of July 25, 2022 (as may be amended, modified or supplemented from time to time, the "Merger Agreement"), by and among each of the Constituent Corporations, was approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 252 of the DGCL (and by the written consent of their respective stockholders in accordance with Section 228 of the DGCL).

THIRD: The Corporation shall be the surviving corporation of the Merger. The name of the surviving corporation is "Hikma Pharmaceuticals USA Inc." (the "Surviving Corporation").

FOURTH: This Certificate of Merger, and the Merger, shall become effective on August 1, 2022 (the "Effective Time").

FIFTH: At the Effective Time, the certificate of incorporation of the Corporation, as in effect immediately prior to the Effective Time, will, be the Certificate of Incorporation of the Surviving Corporation until thereafter amended in accordance with the terms thereof and the DGCL.

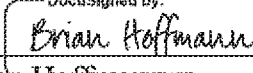
SIXTH: An executed copy of the Merger Agreement is on file at the office of the Surviving Corporation at 2325 Camino Vida Roble Carlsbad, CA 92011 and a copy thereof will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any of the Constituent Corporations.

SEVENTH: The authorized capital stock of Hikma Cali Inc., a Texas corporation and one of the Constituent Corporations, is two thousand (2,000) shares of stock, par value \$0.01 per share.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Merger to be executed as of the date first written above.

HIKMA PHARMACEUTICALS USA INC.

By:  DocuSigned by:
Name: Brian Hoffmann 47E...
Its: President

[Signature Page to Certificate of Merger]



Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Hikma Cali Inc.
Filing Number: 800510780

Certificate of Merger

July 26, 2022

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 13, 2022.



A handwritten signature in black ink, appearing to read "John B. Scott".

John B. Scott
Secretary of State

Form 622
(Revised 12/15)
Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709
Filing Fee: see instructions



**Certificate of Merger
Combination Merger
Business Organizations Code**

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas
JUL 26 2022
Corporations Section

Parties to the Merger

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, state of incorporation or organization, and file number, if any, issued by the secretary of state for each organization that is a party to the merger are as follows:

Party 1

Hikma Cali Inc.

Name of Organization

The organization is a for-profit corporation It is organized under the laws of

Specify organizational form (e.g., for-profit corporation)

TX USA

State Country

The file number, if any, is 0800510780

Texas Secretary of State file number

Its principal place of business is 2325 Camino Vida Roble

Address

Carlsbad

City

CA

State

The organization will survive the merger. The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Party 2

Hikma Pharmaceuticals USA Inc.

Name of Organization

The organization is a for-profit corporation It is organized under the laws of

Specify organizational form (e.g., for-profit corporation)

DE USA

State Country

The file number, if any, is 0800707012

Texas Secretary of State file number

Its principal place of business is 200 Connell Drive

Address

Berkeley Heights

City

NJ

State

The organization will survive the merger. The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Party 3

SEE ATTACHMENT FOR ADDITIONAL PARTIES

Name of Organization

The organization is a _____ It is organized under the laws of _____

Specify organizational form (e.g., for-profit corporation)

RECEIVED

JUL 26 2022

Secretary of State

The file number, if any, is _____
State Country Texas Secretary of State file number

Its principal place of business is _____
Address City State

The organization will survive the merger. The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Plan of Merger

The plan of merger is attached.

If the plan of merger is not attached, the following statements must be completed.

Alternative Statements

Instead of providing the plan of merger, each domestic filing entity certifies that:

1. A plan of merger is on file at the principal place of business of each surviving, acquiring, or new domestic entity or non-code organization that is named in this form as a party to the merger or an organization created by the merger.

2. On written request, a copy of the plan of merger will be furnished without cost by each surviving, acquiring, or new domestic entity or non-code organization to any owner or member of any domestic entity that is a party to or created by the plan of merger and, if the certificate of merger identifies multiple surviving domestic entities or non-code organizations, to any creditor or obligee of the parties to the merger at the time of the merger if a liability or obligation is then outstanding.

Item 3A is the default selection. If the merger effected an amendment to, a restatement of, or an amendment and restatement of the certificate of formation of a surviving filing entity, you must select and complete one of the options shown below. Options 3B and 3C require the submission of the described attachment.

3A. No amendments to the certificate of formation of any surviving filing entity that is a party to the merger are effected by the merger.

3B. No amendments to the certificate of formation of any filing entity are being effected by the merger or by the restated certificate of formation of the surviving filing entity named in the attached restated certificate of formation.

3C. The plan of merger effected an amendment and restatement of the certificate of formation of a surviving filing entity. The amendments being made and the name of the surviving entity restating its certificate of formation are set forth in the attached restated certificate of formation containing amendments.

3D. The plan of merger effected amendments or changes to the following surviving filing entity's certificate of formation.

Name of filing entity effecting amendments

The changes or amendments to the filing entity's certificate of formation, other than the name change noted previously, are stated below.

Amendment Text Area

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4. Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the plan of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

Name of New Organization 1 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 2 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 3 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip

Approval of the Plan of Merger

The plan of merger has been approved as required by the laws of the jurisdiction of formation of each organization that is a party to the merger and by the governing documents of those organizations.

[] The approval of the owners or members of _____ Name of domestic entity was not required by the provisions of the BOC.

Effectiveness of Filing (Select either A, B, or C.)

A. [] This document becomes effective when the document is accepted and filed by the secretary of state.

B. [X] This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: August 1, 2022

C. [] This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Text Area

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Tax Certificate

- Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.
- Instead of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the merging entity, to execute the filing instrument.

Date: July 25, 2022

Hikma Cali Inc.
Merging Entity Name

DocuSigned by:

Omar Khrisat
Signature of authorized person (see instructions)

Omar Khrisat

Printed or typed name of authorized person

Hikma Pharmaceuticals USA Inc.
Merging Entity Name

DocuSigned by:

Brian Hoffmann
Signature of authorized person (see instructions)

Brian Hoffmann

Printed or typed name of authorized person

SEE ATTACHMENT FOR ADDITIONAL PARTIES
Merging Entity Name

Signature of authorized person (see instructions)

Printed or typed name of authorized person

ATTACHMENT TO TEXAS CERTIFICATE OF MERGER

PARTIES TO THE MERGER

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, state of incorporation or organization, and file number, if any, issued by the secretary of state for each organization that is a party to the merger are as follows:

Party 3

Name of Organization: Hikma Cali Topco Inc.

The organization is a for-profit corporation organized under the laws of Delaware, USA.

The organization is not qualified to do business with the Texas Secretary of State.

Its principal place of business is: 2325 Camino Vida Roble, Carlsbad, CA 92011.

The organization will not survive the merger.

Party 4

Name of Organization: Hikma Cali Holdings Inc.

The organization is a for-profit corporation organized under the laws of Delaware, USA.

The organization is not qualified to do business with the Texas Secretary of State.

Its principal place of business is: 2325 Camino Vida Roble, Carlsbad, CA 92011.

The organization will not survive the merger.

EXECUTION

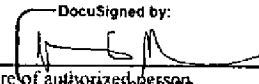
The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the merging entity, to execute the filing instrument.

ADDITIONAL PARTIES TO THE MERGER:

Party 3:

Hikma Cali Topco Inc.

Merging Entity Name

DocuSigned by:


Signature of authorized person

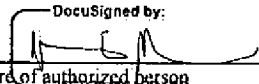
Riad Mechlaoui

Printed or typed name of authorized person

Party 4:

Hikma Cali Holdings Inc.

Merging Entity Name

DocuSigned by:


Signature of authorized person

Riad Mechlaoui

Printed or typed name of authorized person