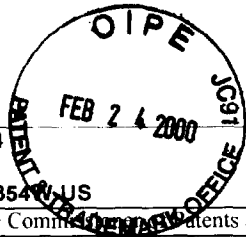


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04-05-2000



Form PTO-1594 1-31-92
Docket No. A135470 US

J.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101305710

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

William H. Rorer, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership
- Netherlands

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 31, 1986

2. Name and address of receiving party(ies):

Name: Rorer Pharmaceutical Corporation

Internal Address:

Street Address 500 Arcola Road

City: Collegeville State: PA Zip: 19426

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other
- Delaware

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,232,482

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Ross J. Oehler, Esq.
 Internal Address: Aventis Pharmaceuticals Products Inc.
 Legal-Patents; #3C43
 Street Address: P.O. Box 5093
 City: Collegeville State: PA Zip: 19426-0997

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account 18-1982

8. Deposit Account number: 18-1982

DO NOT USE THIS SPACE

9. Statement of signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Ross J. Oehler
Name of Person Signing

Signature

2/15/00
Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

04/04/2000 TTON11 00000276 1232482

01 FC:481 40.00 CH

TRADEMARK
REEL: 002043 FRAME: 0271

State of Delaware

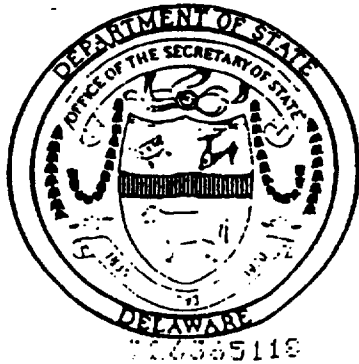


Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF MERGER OF "WILLIAM H. RORER, INC." A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, MERGING WITH AND INTO "USV PHARMACEUTICAL CORPORATION" A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE UNDER THE NAME OF "RORER PHARMACEUTICAL CORPORATION" AS RECEIVED AND FILED IN THIS OFFICE THE THE THIRTIETH DAY OF DECEMBER, A.D. 1986, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

.....



Michael Harkins

Michael Harkins, Secretary of State

11066496

AUTHENTICATION:

DATE:

12/31/1986

Commonwealth of Pennsylvania



Department of State



To All to Whom These Presents Shall Come, Greeting:

Whereas, Under the provisions of Article IX of the Business Corporation Law (Act of May 5, 1933, P. L. 364), as amended, the Department of State is authorized and required to issue a

CERTIFICATE OF MERGER

evidencing the merger of any one or more domestic corporations, and any one or more foreign corporations into one of such corporations under the provisions of that law; and

Whereas, The stipulations and conditions of that law relating to the merger of such corporations have been fully complied with by WILLIAM H. RORER, INC., a Pennsylvania corporation and USV PHARMACEUTICAL CORPORATION, a Delaware corporation

It is, Therefore, Certified, That from the Articles of Merger filed with the Department of State, it appears that WILLIAM H. RORER, INC., the Pennsylvania corporation has been merged into and with USV PHARMACEUTICAL CORPORATION, the Delaware corporation

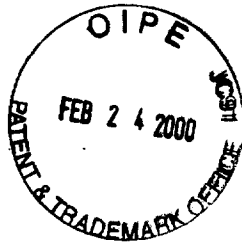
Therefore, Know Ye, That subject to the Constitution of this Commonwealth, and under authority of the Business Corporation Law, I DO BY THESE PRESENTS, which I have caused to be sealed with the Great Seal of the Commonwealth, hereby declare that USV PHARMACEUTICAL CORPORATION, the Delaware corporation, shall be the surviving corporation.

Given under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 30th day of December in the year of our Lord one thousand nine hundred and eighty-six and of the Commonwealth the two hundred eleventh.

Secretary of the Commonwealth

TRADEMARK

State of Delaware

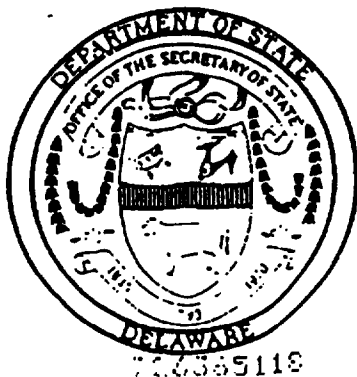


Office of Secretary of State

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AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

|||||



Michael Harkins
 Michael Harkins, Secretary of State
 AUTHENTICATION: 1066496
 DATE: 12/31/1986

Commonwealth of Pennsylvania

S7051451



Department of State

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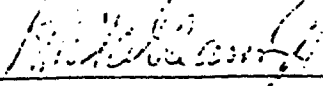
evidencing the merger of any one or more domestic corporations, and any one or more foreign corporations into one of such corporations under the provisions of that law; and

Whereas, The stipulations and conditions of that law relating to the merger of such corporations have been fully complied with by WILLIAM H. RORER, INC., a Pennsylvania corporation and USV PHARMACEUTICAL CORPORATION, a Delaware corporation

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