

09-05-2001



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): William James LLC
Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Aqueous Pharma LLC
Internal Address:
Street Address: 1124 Lake Heather Reserve
City: Birmingham State: Alabama Zip: 35243
Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Alabama Other

3. Nature of conveyance:
Assignment Merger Security Agreement Change of Name Other
Execution Date: August 14, 2001

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
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) 1,361,361
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Judith Sapp
Internal Address: Preti, Flaherty, Beliveau, Pachios & Haley, LLC
Street Address: One City Center, P.O. Box 9546
City: Portland State: ME Zip: 04112

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
8. Deposit account number:
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and 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.
Judith Sapp Name of Person Signing
Signature
August 27, 2001 Date

Total number of pages including cover sheet, attachments, and document: 2

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

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ASSIGNMENT

WHEREAS, William James LLC ("Assignor"), a Delaware limited liability corporation with a principal place of business at 1124 Lake Heather Reserve, Birmingham, Alabama 35242, formerly 1304 Summit Place, Birmingham, Alabama 35243, has adopted, used, and is using the trademark TEARGARD (the "Mark"), which Mark has been registered in the United States Patent and Trademark Office under Registration No. 1,361,361 (the "Registration"), which Registration is valid, subsisting, and in full force and effect; and


WHEREAS, Assignor is the sole and exclusive owner of all right, title, and interest in and to the Mark and the Registration; and

WHEREAS, Aqueous Pharma LLC, an Alabama corporation with a principal place of business at 1124 Lake Heather Reserve, Birmingham, Alabama 35242, formerly 1304 Summit Place, Birmingham, Alabama 35243, is desirous of acquiring the Mark and Registration;


NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, transfer, and convey to Assignee, effective as of June 1, 2001, all of its right, title, and interest in and to the said Mark and Registration, together with the portion of the good will of the business symbolized by the Mark.

Assignor agrees to take all such further action, and to execute promptly any and all such further documents and instruments, as may be necessary or desirable to confirm the assignment effected hereby.

WILLIAM JAMES LLC

By: 
Joel S. Echols, President
Date: 14 August 2001

Subscribed and sworn to me this 14th day of August, 2001.


Notary Public

My commission expires **NOTARY PUBLIC STATE OF ALABAMA AT LARGE**
MY COMMISSION EXPIRES: Dec 18, 2004.
BONDED THRU NOTARY PUBLIC UNDERWRITERS