

01-14-2003

U.S. Department of Commerce  
Patent and Trademark Office



COVER SHEET  
ONLY

1-1403

102337168

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

<p>1. Name of conveying party(ies):</p> <p>Aventis Pharmaceuticals, Inc.</p> <p><input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation- Delaware</p> <p><input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and Address of receiving party(ies)</p> <p>Name: HMR Pharma, Inc.</p> <p>Address: 3711 Kennett Pike Suite 200 Greenville, Delaware 19807</p>
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<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment                      <input checked="" type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement              <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other _____</p> <p>Execution Date: <u>December 28, 2001</u></p>	<p><input type="checkbox"/> Individual(s) citizenship _____</p> <p><input type="checkbox"/> Association _____</p> <p><input type="checkbox"/> General Partnership _____</p> <p><input type="checkbox"/> Limited Partnership _____</p> <p><input checked="" type="checkbox"/> Corporation - Delaware</p> <p><input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>4. Application number(s) or registration number(s):</p>	
<p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) <u>1284012</u></p> <p>(SEE ATTACHED SCHEDULE)</p>

Additional numbers attached?  Yes  No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p>	<p>6. Total number of applications and registrations involved: <u>45</u></p>
<p>Midge M. Hyman, Esq. Cowan, Liebowitz &amp; Latman, P.C. 1133 Avenue of the Americas New York, NY 10036-6799</p>	<p>7. Total fee (37 CFR 3.41)..... \$ <u>1140.00</u></p> <p><input checked="" type="checkbox"/> Enclosed</p> <p><input checked="" type="checkbox"/> Any deficiency is authorized to be charged to Deposit Account No. 03-3415.</p>

01/15/2003 DBYRNE 00000003 1284012

01 FC:8521 40.00 DP  
02 FC:8522 1100.00 DP

8. Deposit Account No. 03-3415

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

<p>9. Statement and signature.</p> <p><i>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.</i></p> <p><u>Midge M. Hyman</u>                      <u></u>                      <u>1/12/03</u></p> <p>Name of Person Signing                      Signature                      Date</p> <p>Total number of pages including cover sheet, attachments, and document: <u>    </u></p>	
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Mail to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, DC 20231

**SCHEDULE**

<b>MARK</b>	<b>APPLN/REGN NO.</b>
A/T/S/	1284012
ALLERDAYS	1987162
BASALONG	75/759325
BASARYL	75/759326
CARAFATE	1155249
CARAFATE & DESIGN (TABLET LOGO)	1572831
DEBROX	0717787
DIABETA	0978443
DIABETESWATCH	76/025860
DOCBEAM.COM	78/052514
DON'T TAKE CHANCES, TAKE OS-CAL.	2048348
DON'T TAKE CHANCES, TAKE OS-CAL. (LOGO)	2038754
EXCLAIM	78/097882
GAVISCON	0828755
GLY-OXIDE	0681380
GOAL AC1	78/103448
M Logo	1516913
M MARION LABORATORIES (LOGO)	0760904
MANAGED CARE DIGEST SERIES	2153234
MARION	1364105
NASACARE	78/041018
NICODERM	1577275
NICODERM (LOGO)	2222726
NITRO-BID	0850470
NITRO-BID	1024492
OS-CAL	0781684
OS-CAL (LOGO)	2035580
OS-CAL 250+D (LOGO)	2038753
OS-CAL 500 (LOGO)	2037065
OS-CAL 500 CHEWABLE (LOGO)	2037070
OS-CAL 500+D (LOGO)	2037066
OS-CAL FORTE	0786313
OS-CAL ULTRA	75/779132
OS-CAL-GESIC	0792485
PATIENT HEALTH FIRST	76/265414

## SCHEDULE

MARK	APPLN/REGN NO.
PATIENT HEALTH FIRST (LOGO)	2259801
PATIENT HEALTH FIRST (LOGO)	76/265415
PAVABID	0759940
PHARMBEAM.COM	78/052515
PUTS ALLERGY-FACE IN ITS PLACE	76/336459
RAWATCH	75/887957
Rheum's with a View	76/279613
TECZEM	2162288
UDIP	0847219
WORKS AROUND THE CLOCK IN JUST ONE SHOT	78/036820

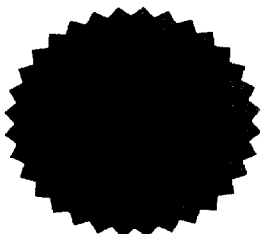
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, 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:

"AVENTIS PHARMACEUTICALS INC.", A DELAWARE CORPORATION, WITH AND INTO "HMR PHARMA, INC." UNDER THE NAME OF "HMR PHARMA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2001, AT 4:30 O' CLOCK P.M.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1677059

DATE: 03-20-02

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TRADEMARK  
REEL: 002651 FRAME: 0839

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**AVENTIS PHARMACEUTICALS INC.**  
(a Delaware corporation)

**INTO**

**HMR PHARMA, INC.**  
(a Delaware corporation)

HMR Pharma, Inc., a corporation organized and existing under the laws of Delaware ("HMR Pharma") does hereby certify that:

**FIRST:** HMR Pharma was incorporated on December 17, 1996 pursuant to the General Corporation Law of the State of Delaware.

**SECOND:** HMR Pharma is the owner of a majority of the issued and outstanding shares of stock of Aventis Pharmaceuticals Inc. ("API").

**THIRD:** HMR Pharma, by the following resolutions, duly adopted by the unanimous written consent of all of the members of the Board of Directors dated December 28, 2001, authorized the merger:

**RESOLVED,** that the Plan of Merger between HMR Pharma and API, a copy of which has been presented to and reviewed by the Board of Directors of HMR Pharma, providing for the merger of API into HMR Pharma, be and the same hereby is approved and adopted; and

**RESOLVED,** that the merger shall be effective December 28, 2001.

**FURTHER RESOLVED,** that the proper officers of HMR Pharma be and hereby are authorized and directed to execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge API into HMR Pharma and for HMR Pharma to assume the liabilities and obligations of API, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of Delaware and a certified copy recorded in the office of the Recorder of Deeds

of New Castle County, and to file such other documents and do all acts and things necessary, whether within or without the State of Delaware, which may be necessary and proper to effect said merger.

**IN WITNESS WHEREOF**, said Corporation has caused this Certificate to be executed by its President on this 28<sup>th</sup> day of December 2001.

**HMR PHARMA, INC.**

By:   
Philip R. Ridolfi, President