

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2010

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
SRZ Properties, Inc.		12/30/2010	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	UCB Manufacturing, Inc.
Street Address:	755 Jefferson Road
City:	Rochester
State/Country:	NEW YORK
Postal Code:	14623
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 15**

Property Type	Number	Word Mark
Registration Number:	2177234	EDEX
Registration Number:	1453886	MONOKET
Registration Number:	1392091	LEVATOL
Registration Number:	1300141	DEPONIT
Registration Number:	1301161	LACTRASE
Registration Number:	1151441	DILATRASE
Registration Number:	1168878	EPIFOAM
Registration Number:	1012055	KUTRASE
Registration Number:	1012054	KU-ZYME
Registration Number:	0938531	CORTIFOAM
Registration Number:	0819021	PROCTOFOAM
Registration Number:	0560590	KUTAPRESSIN
Registration Number:	0403800	TRICHOTINE

CH \$390.00 2177234

Registration Number:	0781968	CO-GESIC
Registration Number:	1302374	MONO-GESIC

**CORRESPONDENCE DATA**

Fax Number: (414)298-8097  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 414-298-1000  
Email: tadmin@reinhartlaw.com  
Correspondent Name: Michele Dietz  
Address Line 1: 1000 North Water Street  
Address Line 2: Suite 1800  
Address Line 4: Milwaukee, WISCONSIN 53202

NAME OF SUBMITTER:	Michele Dietz
Signature:	/MLD/
Date:	03/09/2011

Total Attachments: 3  
source=SRZ to UCB Certificate of Merger#page1.tif  
source=SRZ to UCB Certificate of Merger#page2.tif  
source=SRZ to UCB Certificate of Merger#page3.tif

# Delaware

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*The First State*

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:

"SRZ PROPERTIES, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "UCB MANUFACTURING, INC." UNDER THE NAME OF "UCB MANUFACTURING, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2010, AT 2:47 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2010, AT 11:51 O'CLOCK P.M.

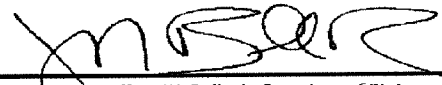
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2630050 8100M

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



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8480448

DATE: 01-07-11

TRADEMARK  
REEL: 004493 FRAME: 0411

CERTIFICATE OF MERGER

OF

SRZ PROPERTIES, INC.,  
a Delaware corporation

WITH AND INTO

UCB MANUFACTURING, INC.,  
a Delaware corporation

December 30, 2010

Pursuant to Section 251 of the General Corporation Law of the State of Delaware (the "GCL"), UCB Manufacturing, Inc., a Delaware corporation ("UMI"), hereby certifies the following information relating to the merger (the "Merger") of SRZ Properties, Inc., a Delaware corporation ("SRZ"), with and into UMI, pursuant to the Agreement and Plan of Merger between UMI and SRZ (the "Merger Agreement"):

1. The names of the constituent corporations to be merged are "UCB Manufacturing Inc." and "SRZ Properties, Inc.". Both constituent corporations were organized and are existing under the laws of the State of Delaware.
2. The Merger Agreement has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Section 251 of the GCL.
3. The name of the surviving corporation with respect to the Merger is UCB Manufacturing Inc. (the "Surviving Company").
4. The Certificate of Incorporation of UMI shall be the Certificate of Incorporation of the Surviving Company
4. The Merger shall become effective as of 11:51 p.m., Eastern Standard time, on December 31, 2010.
5. The executed Merger Agreement is on file at UCB Manufacturing, Inc., 755 Jefferson Road, Rochester, NY 14623, the place of business of the Surviving Company.
6. A copy of the Merger Agreement will be furnished by the Surviving Company on request, without cost, to any stockholder of the constituent corporations.

*[Signature page follows]*

IN WITNESS WHEREOF, this Certificate of Merger has been executed on the date first written above.

UCB MANUFACTURING, INC.

By: T-S  
Name: TIMOTHY STOW  
Title: SECRETARY

By: [Signature]  
Name: GREG DUNCAN  
Title: PRESIDENT

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