

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
CONVEYING PARTY DATA	
Name	Execution Date
EURAND AMERICA INCORPORATED	05/15/2003
RECEIVING PARTY DATA	
Name:	EURAND, INCORPORATED
Street Address:	845 Center Drive
City:	Vandalia
State/Country:	OHIO
Postal Code:	45377
PROPERTY NUMBERS Total: 6	
Property Type	Number
Patent Number:	5422122
Patent Number:	5622963
Patent Number:	5068111
Patent Number:	5215752
Patent Number:	5008114
Patent Number:	5700486
CORRESPONDENCE DATA	
Fax Number:	(202)842-7899
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Email:	lwarren@cooley.com
Correspondent Name:	Leigh M. Warren
Address Line 1:	777 6th Street, N.W.
Address Line 2:	Suite 1100
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20001
NAME OF SUBMITTER:	Leigh M. Warren

CH \$240.00 5422122

Total Attachments: 3

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DEAN HELLER
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684 5708

**Certificate of
 Amendment**
 (PURSUANT TO NRS 78.385 and
 78.390)

Office Use Only:

FILED # C3818-20

MAY 28 2003

Important: Read attached instructions before completing form.

IN THE OFFICE OF
 DEAN HELLER, SECRETARY OF STATE

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
 (Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)
 - Remit in Duplicate -

1. Name of corporation: EURAND AMERICA INCORPORATED

2. The articles have been amended as follows (provide article numbers, if available):

SEE ATTACHED

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: _____.

4. Officer Signature (Required):
[Signature]

If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.

Nevada Secretary of State Form 78000 - PROFIT AMENDMENT (REV. 01/2000)

05/23/2003 08:29A RPT150 FV03-000-05110

**Resolution of the Board of Directors of
Eurand America, Incorporated**

By unanimous written consent of the Board of Directors of Eurand America, Incorporated (the "Company") in accordance with Section 78.315 of the Nevada Revised Statutes, dated May 15th, 2003, the following resolutions were regularly adopted, setting forth the Amendment of Articles of Incorporation therein, and declaring it's advisability, to-wit:

RESOLVED, that the Board of Directors of the Company subject to the approval of the sole stockholder of the Company, hereby approves and authorizes amendment of the Articles of Incorporation of the Company, to delete Article I in its entirety and to substitute the following therefor:

ARTICLE I

The name of the corporation is

EURAND, INCORPORATED

RESOLVED, FURTHER, that the foregoing amendment to the Articles of Incorporation of the Company shall be submitted to a vote at a special meeting of the sole stockholder of the Company hereby called to be held at 845 Center Drive, Vandalia, Ohio on May 30, 2003 at 10:00 o'clock A.M. and the Secretary of the Company is hereby directed to issue timely notice of such meeting, provided that if on or before that date to the sole stockholder of the Company shall have signed a Consent in writing approving amendment of the Articles of Incorporation of the Company as set forth above, the special meeting shall not be held; and

RESOLVED, FURTHER, that, upon adoption of the foregoing amendment to the Articles of Incorporation by the sole stockholder of the Company, the officers of the Company are, and each of them is, hereby authorized and directed to execute and deliver any and all documents and to take any and all action as such officers may deem necessary or appropriate to amend the Articles of Incorporation of the Company accordingly.

In witness whereof, I, the President and Secretary of the Company, have hereunto set my hand this 15th day of May, 2003.



J. Fraher, President & Secretary

Eurand America, Incorporated
Stockholder Consent

Pursuant to and as permitted by Section 78.320 of the Nevada Revised Statutes, the undersigned being the sole stockholder of all the issued and outstanding stock of Eurand America, Incorporated, a Nevada corporation, hereby consents to and approves the following resolution and action provided for therein, without the necessity of a meeting of the stockholders.

RESOLVED, that amendment of the Articles of Incorporation of the Company, to delete Article I in its entirety and to substitute the following therefor:

ARTICLE I

The name of the corporation is

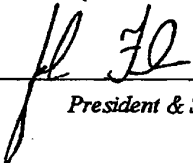
EURAND, INCORPORATED

is hereby approved.

In witness whereof, EA Acquisitions Corp. has caused this Consent to be signed in its name and on its behalf as of this 1st day of May, 2003

EA ACQUISITIONS CORP.

By



President & Secretary