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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

Attorney Docket No.: 26723-0133

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**TRADEMARK** REEL: 002399 FRAME: 0044

To the Honorable Commissioner of Patent  1. Name of conveying party(ies):  Abbot Laboratories  2. Name and address of receiving party(ies):  Cephalon, Inc. 145 Brandywine Parkway West Chester, Pennsylvania 19380-4245  [X] Assignment [] Merger [] Security Agreement [] Change of Name [X] Other: Resumbitted Document ID No. 101655848A  Execution Date: December 14, 2000  [X] Corporation-State: Delaware [X] Other: Resumbitted Document ID No. 101655848A  Execution Date: December 14, 2000  [X] Corporation-State: Delaware [X] Other: Resumbitted Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbitted Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A  [X] Corporation-State: Delaware [X] Other: Resumbited Document ID No. 101655848A	FORM PTO-1594 (Madified) 1-31-92	06-27-2001	U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office
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14. Strandywine Parkway West Chester, Pennsylvania 19380-4245  3. Nature of conveyance:  [X] Assignment [] Security Agreement [] Change of Name [X] Other: Resumbited Document ID No. 10165848A  Execution Date: December 14, 2000  [X] Assignment [] United Partnership: [] Limited Partnership: [] Limited Partnership: [] Corporation-State: Delaware [] Other:  [] John State (Line Partnership: [] Limited Partnership: [	Name of conveying party(ies):	2. N	•
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[X] Other: Resumbitted Document ID No. 101655848A  Execution Date: December 14, 2000    Sassignes is not domiciled in the U.S.A., a domestic representative designation is attached: [1] Yes; [X] No. (Designations must be a separate document from Assignment)    A. Application number(s) or registration number(s):   A. Trademark Application No.(s):   2,155,299			
designation is attached: [] Yes; [X] No [Designations must be a separate document from Assignment]  4. Application number(s) or registration number(s):  A. Trademark Application No.(s):  2,155,299  4. Application No.(s):  2,155,299  5. Name and address of party to whom correspondence document should be meiled:  Nancy L. Rowe, Esq. Morgan, Lewis & Bockius LLP 1800 M Street, N.W. Washington, D.C. 20036  Telephone: 202-467-7514 Facsimile: 202-467-7176 E-Mail: nrowe@morganlewis.com  DO NOT USE THIS SPACE  9. Statement and signature To the best of my knowledge and ballef, the foregoing information is true and correct and any attached copy is a true copy of the ariginal document.  Nancy L. Rowe Name of Person Signing  OMB No. 0651-2011 (asp. 4/94)		1	
4. Application number(s) or registration number(s):  A. Trademark Application No.(s):  2,155,299  5. Name and address of party to whom correspondence document should be mailed:  Nancy L. Rowe, Esq. Morgan, Lewis & Bockius LLP 1800 M Street, N.W. Washington, D.C. 20036  Telephone: 202-467-7514 Facsimile: 202-467-7176 E-Mail: nrowe@morganlewis.com  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.  Nancy L. Rowe Name of Person Signing  Comb No. 0891-0011 (esp. 4/94)	Execution Date: December 14, 2000		
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## TRADEMARK ASSIGNMENT

WHEREAS, Abbott Laboratories, a corporation existing under the laws of the State of Illinois, having its principal place of business at Abbott Park, Illinois, is the owner of the United States Trademark Registration Number 2,155,299 for GABITRIL; and

WHEREAS, Cephalon, Inc., a corporation existing under the laws of the state of Delaware, having its principal place of business at West Chester, Pennsylvania, is desirous of acquiring all right, title and interest in and to said trademark registration, and

WHEREAS, Abbott is willing to assign any and all of its right to the said trademark registration.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Abbott does hereby sell, transfer, convey and assign to Cephalon, Inc., its successors, assigns, nominees or legal representatives any and all of its right, title and interest in and to the trademark GABITRIL and its registration, including the goodwill of the business symbolized by the trademark.

Dated this 14th day of December, 2000.

ABBOTT LABORATORIES

By: Name: . Title:

me: Gary P/ Coughlan

Senior/Vice President, Finance

and Chief Financial Officer

TRADEMARK REEL: 002399 FRAME: 0046

**RECORDED: 11/21/2001**