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CORDATION FORM COVER SHEET
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

Boehringer Ingelheim/NOBL Laboratories, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 9, 1998

2. Name and address of receiving party(ies)

Name: Boehringer Ingelheim Vetmedica, Inc.

Internal

Address:

2621 North Belt Highway

Street Address:

City: St. Joseph State: Missouri Zip: 64506

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State IOWA
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
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) 1698730;
1448102; 1418900; 1274745; 1300119;
1981153; 1931314; 2030477; 2077772

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Robert P. Raymond

Internal Address: Patent Department

Street Address: 900 Ridgebury Road

City: Ridgefield State: CT Zip: 06877

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41).....\$ 360.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

02-2955

(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.

Timothy X. Witkowski

Name of Person Signing

Signature

February 1, 2002

Date

9

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

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

02/19/2002 GT0N11 00000258 022955 1698730

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02 FC:482 200.00 CH

TRIPPLICATE
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ARTICLES OF MERGER

DEC 14 1998

MERGING

SECRETARY OF STATE

BOEHRINGER INGELHEIM/NOBL LABORATORIES, INC.

WITH AND INTO

BOEHRINGER INGELHEIM VETMEDICA, INC.

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The following Articles of Merger are being filed pursuant to Iowa Code Sections 490.1105 and 490.1107 (Iowa Business Corporation Act) to reflect the merger of BOEHRINGER INGELHEIM/NOBL LABORATORIES, INC., a corporation organized and existing under the laws of the State of Iowa (hereinafter sometimes referred to as the "Absorbed Corporation", with and into BOEHRINGER INGELHEIM VETMEDICA, INC., a corporation organized and existing under the laws of the State of Delaware (hereinafter sometimes referred to as the "Surviving Corporation").

1. Attached hereto and incorporated by reference, is a duplicate original of the Agreement - Plan of Merger duly approved, adopted, and executed by both BOEHRINGER INGELHEIM/NOBL LABORATORIES, INC. and BOEHRINGER INGELHEIM VETMEDICA, INC. (hereinafter collectively referred to as the "Constituent Corporations").

2. The merger of the Constituent Corporations is permitted under Iowa Code Section 490.1107 (Iowa Business Corporations Act) and Section 252 of the General Corporation Law of Delaware.

3. The Constituent Corporations are both wholly owned subsidiaries of Boehringer Ingelheim Corporation.

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4. The Agreement – Plan of Merger was duly approved by the unanimous written consent of the Board of Directors of the Absorbed Corporation, in the manner prescribed by statute, on November 13, 1998.


5. The Agreement – Plan of Merger was duly approved by the unanimous written consent of the Board of Directors of the Surviving Corporation, in the manner prescribed by statute, on November 13, 1998.

6. The sole shareholder of both Constituent Corporations duly approved the Agreement – Plan of Merger by written consent, in the manner prescribed by statute, on December 8, 1998.

7. As provided in the Agreement – Plan of Merger, the merger of the Constituent Corporations is to become effective January 1, 1999.

Dated: December 9, 1998.

BOEHRINGER INGELHEIM VETMEDICA, INC.

By: 

Philip J. Franks
Vice President and Secretary

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AGREEMENT - PLAN OF MERGER

THIS AGREEMENT is made as of this 23rd day of November, 1998, by and between BOEHRINGER INGELHEIM VETMEDICA, INC., a corporation organized under the laws of the State of Delaware, with its principal office located at 2621 North Belt Highway, St. Joseph, Missouri 64506-2002, hereinafter sometimes referred to as the "Surviving Corporation", and BOEHRINGER INGELHEIM/NOBL LABORATORIES, INC., a corporation organized under the laws of the State of Iowa, with its principal office located at 1568 North Main Avenue, Sioux Center, Iowa 51250-0050, hereinafter sometimes referred to as the "Absorbed Corporation".

WITNESSETH

WHEREAS, BOEHRINGER INGELHEIM VETMEDICA, INC. and BOEHRINGER INGELHEIM/NOBL LABORATORIES, INC., hereinafter collectively referred to as the "Constituent Corporations", are both wholly owned subsidiaries of Boehringer Ingelheim Corporation, and

WHEREAS, the board of directors of each of the Constituent Corporations deems it desirable and in the best interests of the corporations and their shareholder that BOEHRINGER INGELHEIM/NOBL LABORATORIES, INC. be merged with and into BOEHRINGER INGELHEIM VETMEDICA, INC. to form a single corporation in accordance with the provisions of Section 252 of the General Corporation Law of Delaware (hereinafter referred to as the "Merger").

NOW, THEREFORE, in consideration of the mutual covenants, and subject to the terms and conditions hereinafter set forth, the Constituent Corporations agree as follows:

SECTION ONE - MERGER

On the effective date of the Merger, BOEHRINGER INGELHEIM VETMEDICA, INC. shall merge into itself BOEHRINGER INGELHEIM/NOBL LABORATORIES, INC. and BOEHRINGER INGELHEIM/NOBL LABORATORIES, INC. shall merge with and into BOEHRINGER INGELHEIM VETMEDICA, INC., which shall be the Surviving Corporation.

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SECTION TWO - TERMS AND CONDITIONS

On the effective date of the Merger, the separate existence of the Absorbed Corporation shall cease, and the Surviving Corporation shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed, of the Absorbed Corporation, without the necessity for any separate transfer. The Surviving Corporation shall thereafter be responsible and liable for all liabilities and obligations of the Absorbed Corporation, and neither the rights of creditors nor any liens on the property of the Absorbed Corporation shall be impaired by the Merger.

SECTION THREE - SHARES OF STOCK

On the effective date of the Merger, all of the outstanding shares of stock of BOEHRINGER INGELHEIM/NOBL LABORATORIES, INC. shall be surrendered and cancelled with no consideration being issued or paid with respect thereto. The shares of capital stock of BOEHRINGER INGELHEIM VETMEDICA, INC., whether authorized or issued on the effective date of the Merger, shall not be converted, exchanged, or otherwise affected as a result of the Merger, and no new shares of stock shall be issued by reason of the Merger.

SECTION FOUR - PRINCIPAL OFFICE

The principal office of BOEHRINGER INGELHEIM VETMEDICA, INC. shall be the principal office of the Surviving Corporation.

SECTION FIVE - GOVERNING LAW

The laws of the State of Delaware shall govern the Surviving Corporation.

SECTION SIX - CERTIFICATE OF INCORPORATION

The certificate of incorporation of BOEHRINGER INGELHEIM VETMEDICA, INC., as in effect on the effective date of the Merger, shall continue in full force and effect as the certificate of incorporation of the Surviving Corporation.

SECTION SEVEN - BYLAWS

The bylaws of BOEHRINGER INGELHEIM VETMEDICA, INC. as they shall exist on the effective date of the Merger shall be and remain the bylaws of the Surviving Corporation until the same shall be altered, amended and repealed as therein provided.

SECTION EIGHT - DIRECTORS AND OFFICERS

The directors of the Surviving Corporation as of the effective date of the Merger shall be as set forth on Exhibit A, attached hereto, each holding office until his/her successor is elected and qualified or until his/her earlier death, resignation or removal. The officers of the Surviving Corporation as of the effective date of the Merger shall be as set forth on Exhibit B, attached hereto, each holding office until his/her successor is chosen and qualifies, or until his/her earlier death, resignation or removal.

SECTION NINE - LIMITATION ON BUSINESS ACTIVITIES

Neither of the Constituent Corporations shall, prior to the effective date of the Merger, engage in any activity or transaction other than in the ordinary course of business, except that the Absorbed and Surviving Corporations shall take all action necessary or appropriate under federal and state law to consummate the Merger.

SECTION TEN - APPROVAL OF SHAREHOLDER

This Agreement - Plan of Merger shall be submitted for the approval of the shareholder of the Constituent Corporations in the manner provided by applicable law.

SECTION ELEVEN - EFFECTIVE DATE

The Merger shall become effective January 1, 1999.

SECTION TWELVE - ABANDONMENT OF MERGER

Anything to the contrary herein notwithstanding, if the board of directors of BOEHRINGER INGELHEIM VETMEDICA, INC., or the board of directors of BOEHRINGER INGELHEIM/NOBL LABORATORIES, INC., should determine, either before or after the approval of the shareholder of the Constituent Corporations of this

Agreement - Plan of Merger, for any legal, financial, economic, or business reason deemed sufficient by such board that it is not in the interest of the corporation it represents, or the shareholder of the Constituent Corporations, or is otherwise inadvisable or impracticable to consummate the Merger, such board of directors may abandon the Merger by directing the officers of the corporations to refrain from executing or filing this Agreement - Plan of Merger, and thereupon this Agreement shall be void and of no effect.

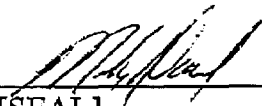
SECTION THIRTEEN - EXECUTION OF AGREEMENT

This Agreement - Plan of Merger may be executed in any number of counterparts, and each counterpart shall constitute an original instrument.

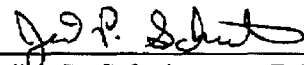
IN WITNESS WHEREOF, this Agreement has been executed on behalf of the parties by their officers, and sealed with their corporate seals, respectively, pursuant to the authorization of their respective boards of directors as of the date first written above.

BOEHRINGER INGELHEIM/NOBL
LABORATORIES, INC.

Attest:



[SEAL]

By: 

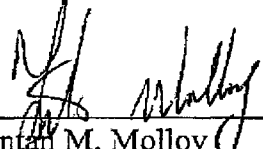
Jan P. Schuiteman, D.V.M.
President and Chief Operating Officer

BOEHRINGER INGELHEIM VETMEDICA, INC.

Attest:



[SEAL]

By: 

Fintan M. Molloy
President and Chief Operating Officer

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EXHIBIT A

DIRECTORS OF SURVIVING CORPORATION

Werner Gerstenberg, Chairman

Mr. Fintan M. Molloy

Dietrich Janott

Jan Schuiteman

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EXHIBIT B

OFFICERS OF SURVIVING CORPORATION

Chairman of the Board	:	Werner Gerstenberg
President and Chief Operating Officer	:	Mr. Fintan M. Molloy
Vice President - Biological Research and Development :	:	Dr. Robert M. Nordgren
Vice President - Finance, Treasurer and Assistant Secretary :	:	Mr. Christian Fechner
Vice President and Secretary	:	Philip J. Franks, Esq.
Vice President - Strategic Operations, Swine Division	:	Dr. Jan Schuiteman
Vice President - Sales and Marketing	:	Mr. Kevin R. Vasquez
Vice President - Industrial Meat Production	:	Mr. Bill Maxwell
Vice President - Human Resources and Public Relations	:	Mr. Hans-Joachim Geppert
Vice President - Operations	:	Dr. David E. Reed
Assistant Secretary	:	Edward B. Peel, Esq.
Assistant Secretary	:	Bruce J. Banks, Esq.

FILED
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SECRETARY OF STATE

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