

Form PTO-1504
1-31-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):
SANOFI-SYNTHELABO

Individual(s) Association
 General Partnership Limited Partnership
 Corporation France
 Other _____

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

2. Name and address of receiving party(ies):
Name: SANOFI-SYNTHELABO INC.
Address: _____
90 PARK AVENUE

NEW YORK, NY 10016

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 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) & addresses attached?
 Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Document previously recorded on Reel 2723, Frame 0175 contained an error on Serial No. 76/440,845. Document re-recorded to Correct error on stated reel.
 Execution Date: September 17, 2003
 Effective Date: July 2, 2002

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 76/400,845 B. Trademark Registration No.(s). _____
 Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Diana Sullivan
 Internal Address: Fross Zelnick Lehrman & Zissu, P.C.
 Street Address: 866 United Nations Plaza
 City: New York State: NY Zip: 10017
 Tel: (212)813-5900; Fax: (212)813-5901

6. Total number of applications and registration involved:..... 1

7. Total fee (37 CFR 3.41) \$ 40.00
 Authorized to be charged to deposit account

8. Deposit account number:
23-0825; Docket: 0306967
 (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.

Susan Upton Douglass [Signature] 10/03/2003
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: _____

CH \$40.00 230825 76400845

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76/440,845 2,329,087 2,256,781 2,225,800 2,255,204

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6. Total number of applications and registration involved:.....5

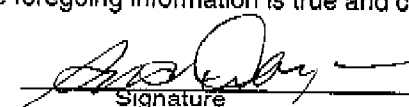
7. Total fee (37 CFR 3.41) \$ 140.00
 Authorized to be charged to deposit account

8. Deposit account number:
23-0825; Docket: 0306967

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

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Susan Upton Douglass  9/26/2003
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: _____

CONFIRMATORY ASSIGNMENT

WHEREAS, Sanofi-Synthelabo, a corporation organized and existing under the laws of France, located at 174, avenue de France, Paris 75013, France ("Assignor"), is the owner of the following trademarks (hereinafter, the "Trademarks");

TRADEMARK	REG. NO. OR SERIAL NO.
ELOXATINE	2,329,087
ILOXATIN	2,256,781
LOHPAXIN	2,225,800
ZEOXATIN	2,255,204
OLOXATIN	75/656,454
ELOXATIN	76/400,845

and **WHEREAS**, effective as of July 2, 2002, Sanofi-Synthelabo Inc., a corporation organized and existing under the laws of Delaware, located at 90 Park Avenue, New York, New York 10016 ("Assignee"), acquired the Trademarks as part of the acquisition of the ongoing and related business of the Assignor and the impending commercial launch of the product in the United States on August 30, 2002.

For purposes of clarification only, the Assignor and the Assignee agree that all goodwill created after July 2, 2002 has been and continues to be created by the efforts of the Assignee, and is the sole property of the Assignee.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby confirms that it assigned to Assignee all right, title and interest in and to the Trademarks, together with the extant goodwill of the business symbolized by the Trademarks and the identified registrations and applications therefor.

and with all claims arising out of or relating to the use or ownership of the Trademarks, effective as of July 2, 2002.

SANOFI-SYNTHELABO

Date of signature : 17th September 2003
By :



Name : JEAN-PIERRE KERJOUAN
Title : GENERAL COUNSEL
& SENIOR VICE PRESIDENT LEGAL AFFAIRS

Date of signature : 15th September 2003
By :



Name : SOPHIE BODET
Title : DEPUTY DIRECTOR
TRADEMARK DEPARTMENT