

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Aventis Pharmaceuticals Holdings Inc.		12/21/2005	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Aventis Pharmaceuticals Inc.
Street Address:	300 Somerset Corporate Boulevard
City:	Bridgewater
State/Country:	NEW JERSEY
Postal Code:	08807
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Serial Number:	78477319	DREST
Serial Number:	78474990	M
Registration Number:	3112516	PACT+
Registration Number:	3056196	SCULPTRA
Registration Number:	2950161	SKINHEALTHSOLUTIONS.COM
Serial Number:	78605130	TOE TRUCK
Registration Number:	2954262	VISCONTOUR

**CORRESPONDENCE DATA**

Fax Number: (212)575-0671  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212 790-9200  
 Email: TRADEMARK@CLL.COM

OP \$190.00 78477319

Correspondent Name: Midge M. Hyman  
Address Line 1: 1133 Avenue of the Americas  
Address Line 4: New York, NEW YORK 10036-6799

ATTORNEY DOCKET NUMBER:	24224.185/MMH/RMD
NAME OF SUBMITTER:	Midge M.Hyman
Signature:	/Midge M.Hyman/
Date:	12/07/2006

**Total Attachments: 3**

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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"AVENTIS PHARMACEUTICALS HOLDINGS INC.", A DELAWARE CORPORATION,

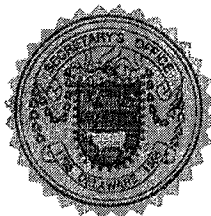
WITH AND INTO "AVENTIS PHARMACEUTICALS INC." UNDER THE NAME OF "AVENTIS PHARMACEUTICALS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2005, AT 5:02 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2005, AT 11:59 O'CLOCK P.M.

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

0631221 8100M

051059521



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 4403286

DATE: 12-27-05

TRADEMARK  
REEL: 003440 FRAME: 0100

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:17 PM 12/23/2005  
FILED 05:02 PM 12/23/2005  
SRV 051059521 - 0631221 FILE

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**AVENTIS PHARMACEUTICALS HOLDINGS INC.**  
(a Delaware corporation)

**INTO**

**AVENTIS PHARMACEUTICALS INC.**  
(a Delaware corporation)

Aventis Pharmaceuticals Inc., a corporation organized and existing under the laws of Delaware (hereinafter referred to as the "Corporation") does hereby certify that:

**FIRST:** The Corporation was incorporated on October 8, 1965 pursuant to the General Corporation Law of the State of Delaware.

**SECOND:** The Corporation is the owner of all of the issued and outstanding shares of stock of Aventis Pharmaceuticals Holdings Inc. ("APHI").

**THIRD:** The Corporation, by the following resolutions, duly adopted by the unanimous written consent of all of the members of the Board of Directors dated December 21, 2005, authorized the merger:

**RESOLVED**, that the Plan of Merger between the Corporation and APHI, a copy of which has been presented to and reviewed by the Board of Directors of the Corporation, providing for the merger of APHI into the Corporation, be and the same hereby is approved and adopted; and

**RESOLVED**, that the merger shall be effective on December 31, 2005 at 11:59pm.

**FURTHER RESOLVED**, that the proper officers of the Corporation be and hereby are authorized and directed to execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge APHI into the Corporation and for the Corporation to assume

the liabilities and obligations of APHI, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of Delaware and a certified copy recorded in the office of the Recorder of Deeds of New Castle County, and to file such other documents and do all acts and things necessary, whether within or without the State of Delaware, which may be necessary and proper to effect said merger.

***IN WITNESS WHEREOF***, said Corporation has caused this Certificate to be executed by an officer on this 21<sup>st</sup> day of December 2005.

**AVENTIS PHARMACEUTICALS INC.**

By: John M. Spinnato  
John M. Spinnato, Vice President