

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
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ETAS ID: TM346178

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	01/31/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Astellas Pharma US, Inc.		06/25/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Cumberland Pharmaceuticals Inc.		
Street Address:	2525 West End Avenue		
Internal Address:	Suite 950		
City:	Nashville		
State/Country:	TENNESSEE		
Postal Code:	37203		
Entity Type:	CORPORATION: TENNESSEE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4455159		
CORRESPONDENCE DATA			
Fax Number:	6152591470		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	6152591450		
Email:	trademarks@arlaw.com		
Correspondent Name:	Robert McAlhany		
Address Line 1:	424 Church St., Suite 2700		
Address Line 4:	Nashville, TENNESSEE 37219		
ATTORNEY DOCKET NUMBER:	604816-29		
NAME OF SUBMITTER:	Robert E. McAlhany, Jr.		
SIGNATURE:	/Robert E. McAlhany, Jr./		
DATE SIGNED:	06/29/2015		
Total Attachments: 3			
source=US Trademark Assignment - globe design#page1.tif			
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CH \$40.00 4455159

TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment ("Assignment") has an effective date as of January 31, 2014, nunc pro tunc, in connection with the execution of the Asset Purchase Agreement by and between Astellas Pharma US, Inc., a Delaware corporation with offices at 1 Astellas Way, Northbrook, IL 60062 (the "Seller") and Cumberland Pharmaceuticals Inc., a Tennessee corporation with offices at 2525 West End Avenue, Suite 950, Nashville, Tennessee, 37203, USA (the "Assignee"). Assignor and Assignee are sometimes referred to collectively herein as the "Parties" and individually as a "Party".

WHEREAS, Seller and Assignee executed the Asset Purchase Agreement, effective January 31, 2014, which requires conveyance to Assignee of all trademarks related to the Vaprisol product and owned by Seller or its affiliates, including Astellas Pharma Inc., a Japan corporation with offices at 5-1, Nihonbashi-Honcho 2-chome, Chuo-Ku, Tokyo 103-8411, Japan (the "Assignor");

WHEREAS, Assignor wishes to transfer to Assignee all right, title and interest that it has in and to the trademark (Vaprisol Globe design), registered with the U.S. Trademark Office at Registration No. 4455159 (the "Trademark" or "Registration"), together with the goodwill of the business connected with and symbolized by the Trademark; and

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Trademark.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, the parties hereby agree as set forth below.

Assignor hereby sells, assigns, transfers and conveys, nunc pro tunc, effective as of January 31, 2014, unto Assignee the entire right, title, and interest in and to the Trademark, together with the goodwill of the business connected with and symbolized by the Trademark (including, without limitation, the right to renew any registrations included in the Trademark, the right to apply for trademark registrations within or outside the United States based in whole or in part upon the Trademark, and any priority right that may arise from the Trademark), and the right to sue for and collect damages for infringements or other violations of the same, including for past infringements or violations, the same to be held and enjoyed by Assignee as fully and entirely as said interest could have been held and enjoyed by Assignor had this sale, assignment, transfer and conveyance not been made.

Assignor authorizes the Commissioner of Trademarks of the United States and other empowered officials of the United States Patent and Trademark Office to record the transfer of the Registration to Assignee as assignee of Assignor's entire right, title and interest therein.

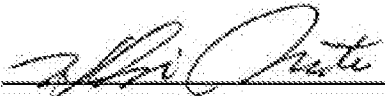
Assignor agrees to further execute any documents reasonably necessary to effect this assignment or to

confirm Assignee's ownership of the Trademark.

This Trademark Assignment Agreement may be executed by the Parties hereto in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts taken together shall constitute one and the same instrument. Each counterpart shall be deemed delivery of an originally executed document.

IN WITNESS WHEREOF, the parties hereto have executed this Trademark Assignment Agreement as of the dates written below.

ASTELLAS PHARMA INC.

By: 
Print Name: Hiroshi MORITA
Title: Vice President, Intellectual Property
Date: June 25, 2015

CUMBERLAND PHARMACEUTICALS
INC.

By: _____
Print Name: _____
Title: _____
Date: _____



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Goods and Services IC 005. US 006 018 044 046 051 052. G & S: Pharmaceutical preparations as vasopressin receptor antagonists

Mark Drawing Code (2) DESIGN ONLY

Design Search Code 01.15.12 - Cyclones; Tornadoes; Whirlpools
26.01.01 - Circles as carriers or as single line borders

Serial Number 86017214

Filing Date July 23, 2013

Current Basis 44E

Original Filing Basis 44E

Published for Opposition October 8, 2013

Registration Number 4455159

Registration Date December 24, 2013

Owner (REGISTRANT) Astellas Pharma Inc. CORPORATION JAPAN 5-1, Nihonbashi-Honcho 2-chome Chuo-Ku, Tokyo JAPAN 103-8411

Attorney of Record Susan Upton Douglass

Prior Registrations 3267675

Description of Mark Color is not claimed as a feature of the mark. The mark consists of a tornado-like device inside of a circle.

Type of Mark TRADEMARK

Register PRINCIPAL

Live/Dead Indicator LIVE

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