IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

SOMAXON PHARMACEUTICALS, INC., and PROCOM ONE, INC.,	)	
Plaintiffs,	)	
v.	)	C.A. No. _____
PAR PHARMACEUTICAL, INC., and PAR PHARMACEUTICAL COMPANIES, INC.,	)	
Defendants.	)	

COMPLAINT

Plaintiffs Somaxon Pharmaceuticals, Inc. ("Somaxon") and ProCom One, Inc. ("ProCom One") (collectively, "Plaintiffs"), by their attorneys, hereby allege as follows:

NATURE OF THE ACTION

This is an action for patent infringement of U.S. Patent No. 6,211,229 ("the '229 patent"), arising under the patent laws of the United States, Title 35, United States Code, 35 U.S.C. §§ 271 and 281. This action relates to an Abbreviated New Drug Application ("ANDA") filed by Par Pharmaceutical, Inc. with the U.S. Food and Drug Administration ("FDA") seeking FDA approval to market generic versions of the 3 mg and 6 mg forms of Somaxon's SILENOR® drug product.

PARTIES

1. Somaxon is a corporation organized and existing under the laws of the State of Delaware, with its principal place of business at 3570 Carmel Mountain Road, San Diego, CA 92130.

2. ProCom One is a corporation organized and existing under the laws of the State of Texas, with its principal place of business at P.O. Box 881117, Steamboat Springs, CO 80488.

3. Upon information and belief, Par Pharmaceutical, Inc. ("Par Pharmaceutical") is a corporation organized under the laws of the State of Delaware, and its principal place of business is located at One Ram Ridge Road, Spring Valley, New York 10977.

4. Upon information and belief, Par Pharmaceutical Companies, Inc. is a corporation organized under the laws of the State of Delaware, and its principal place of business is located at 300 Tice Boulevard, Woodcliff Lake, New Jersey 07677. Upon information and belief, Par Pharmaceutical, Inc. is a wholly-owned subsidiary of Par Pharmaceutical Companies, Inc.

5. Upon information and belief, Par Pharmaceutical and Par Pharmaceutical Companies, Inc. (collectively "Par") acted collaboratively in the preparation and submission of ANDA No. 202510. Upon information and belief, Par Pharmaceutical's preparation and submission of ANDA No. 202510 was done at the direction, under the control, and for the direct benefit of Par Pharmaceutical Companies, Inc.

6. Upon information and belief, following any FDA approval of ANDA No. 202510, Par Pharmaceutical and Par Pharmaceutical Companies, Inc. will work in concert with one another, and with other Par subsidiaries, to make, use, offer to sell, and/or sell the generic products that are the subject of ANDA No. 202510 throughout the United States, and/or import such generic products into the United States.

JURISDICTION AND VENUE

7. This action arises under the patent laws of the United States, 35 U.S.C. §§ 100, *et seq.*, and this Court has jurisdiction over the subject matter of this action under 28 U.S.C. §§ 1331 and 1338(a). Venue is proper in this Court under 28 U.S.C. §§ 1391 and 1400(b).

8. This Court has personal jurisdiction over Par Pharmaceutical and Par Pharmaceutical Companies, Inc. because both are Delaware corporations and each has committed, or aided, abetted, contributed to, or participated in the commission of, a tortious act of patent infringement in filing ANDA No. 202510 that has led to foreseeable harm and injury to Somaxon, a Delaware corporation. This Court also has personal jurisdiction over Par Pharmaceutical and Par Pharmaceutical Companies, Inc. because they have purposely availed themselves of the benefits and protections of Delaware's laws such that they should reasonably anticipate being haled into court in this district and have had persistent, systematic and continuous contacts with Delaware as set forth below, and for other reasons that will be presented to the Court if jurisdiction is challenged.

9. Upon information and belief, Par Pharmaceutical and Par Pharmaceutical Companies, Inc. regularly do business in Delaware and have engaged in a persistent course of conduct within Delaware by continuously and systematically placing goods into the stream of commerce for distribution throughout the United States, including Delaware, and/or by directly selling pharmaceutical products in Delaware. Upon information and belief, Par Pharmaceutical and Par Pharmaceutical Companies, Inc. have done so with each other's authorization, participation, and assistance, or acting in concert with each other.

10. Upon information and belief, Par Pharmaceutical and Par Pharmaceutical Companies, Inc. derive substantial revenue from generic pharmaceutical products that are sold, used, and/or consumed within Delaware.

BACKGROUND

11. SILENOR® is a low-dose (3 mg or 6 mg) oral tablet formulation of doxepin approved by the FDA for the treatment of insomnia. Somaxon sells SILENOR® in the United States pursuant to a New Drug Application approved by the FDA.

12. ProCom One is the owner of the '229 patent, entitled "Treatment of Transient and Short Term Insomnia," which the U.S. Patent and Trademark Office duly and legally issued on April 3, 2001. A true and correct copy of the '229 patent is attached hereto as Exhibit A. The claims of the '229 patent are valid and enforceable. Somaxon is an exclusive licensee of the '229 patent.

13. SILENOR®, or its use or formulation, is covered by one or more claims of the '229 patent. The '229 patent has been listed in connection with SILENOR® in the FDA's publication, *Approved Drug Products with Therapeutic Equivalence Evaluations*, which is referred to as the "Orange Book."

INFRINGEMENT BY PAR

14. By letter dated December 21, 2010, Par notified Plaintiffs that Par had submitted ANDA No. 202510 to the FDA under Section 505(j) of the Federal Food, Drug, and Cosmetic Act (21 U.S.C. § 355(j)) seeking approval to engage in the commercial manufacture, use, and sale of 3 mg and 6 mg doxepin hydrochloride tablets before the expiration of the '229 patent.

15. By filing ANDA No. 202510, Par has necessarily represented to the FDA that the components of its generic doxepin hydrochloride tablets have the same active ingredients as those of the corresponding components of SILENOR®, have the same route of administration, dosage form, and strengths as the corresponding components of SILENOR®, and are bioequivalent to the corresponding components of SILENOR®.

CLAIM FOR RELIEF (INFRINGEMENT OF THE '229 PATENT BY PAR)

16. Each of the preceding paragraphs 1 to 15 is incorporated as if fully set forth.

17. Par's submission of ANDA No. 202510 to obtain approval to engage in the commercial manufacture, use, offer to sell, or sale of generic doxepin hydrochloride tablets prior to the expiration of the '229 patent constitutes infringement of one or more of the claims of the '229 patent under 35 U.S.C. § 271(e)(2)(A).

18. Upon information and belief, use of Par's generic doxepin hydrochloride tablets in accordance with and as directed by Par's proposed labeling for that product would infringe one or more claims of the '229 patent.

19. Upon information and belief, Par knows that its generic doxepin hydrochloride tablets and its proposed labeling for that product are especially made or adapted for use in infringing the '229 patent, and that Par's generic doxepin hydrochloride tablets and their proposed labeling are not suitable for substantial noninfringing use. Upon information and belief, Par plans and intends to, and will, contribute to the infringement of the '229 patent immediately and imminently upon approval of ANDA No. 202510.

20. Upon information and belief, Par had actual and constructive knowledge of the '229 patent prior to filing ANDA No. 202510 and was aware that the filing of its ANDA with the FDA constituted an act of infringement of the '229 patent.

21. Upon FDA approval of Par's ANDA No. 202510, Par will further infringe the '229 patent by making, using, offering to sell, and selling generic doxepin hydrochloride tablets in the United States and/or importing such tablets into the United States, and by actively inducing and contributing to infringement by others, in violation of 35 U.S.C. § 271(a)-(c) unless enjoined by the Court.

22. If Par's infringement of the '229 patent is not enjoined, Plaintiffs will suffer substantial and irreparable harm for which there is no remedy at law.

PRAYER FOR RELIEF

WHEREFORE, Plaintiffs pray that this Court grant the following relief:

1. A judgment that one or more claims of the '229 patent are infringed by Par's submission of ANDA No. 202510, and that Par's making, using, offering to sell, or selling in the United States, or importing into the United States, of generic doxepin hydrochloride tablets will infringe, actively induces infringement, and/or contributes to the infringement of the '229 patent;

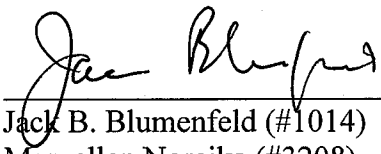
2. An order pursuant to 35 U.S.C. § 271(e)(4)(A) providing that the effective date of any approval of Par's ANDA No. 202510 shall be a date which is not earlier than the expiration date of the '229 patent, including any extensions and/or additional periods of exclusivity to which Plaintiffs are or become entitled;

3. An order permanently enjoining Par, their affiliates, subsidiaries, and each of their officers, agents, servants and employees and those acting in privity or concert with them,

from making, using, offering to sell, or selling in the United States, or importing into the United States generic doxepin hydrochloride tablets until after the expiration date of the '229 patent, including any extensions and/or additional periods of exclusivity to which Plaintiffs are or become entitled;

4. Such further and other relief as this Court deems proper and just, including any appropriate relief under 35 U.S.C. § 285 and costs of this litigation.

MORRIS, NICHOLS, ARSHT & TUNNELL LLP



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February 2, 2011