

01-15-1999



1-14-99

100942933

To the Honorable Commissioner of Patents and Trademarks, _____
Original documents or copy thereof.

1. Name of conveying party(ies):
RedCell Canada, Inc.

2. Name and address of receiving party(ies):
Name: ConjuChem, Inc.
Internal Address: _____

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

Street Address: 225 President Kennedy Ave. West, Suite 3950
City, State and Zip: Montreal (Quebec) H2X 3Y8 Canada

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Additional Name(s) & address(es) attached?
 Yes No

Execution Date: April 28, 1998

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)
08/598,054

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Michael R. Ward
Internal Address: Limbach & Limbach L.L.P.
Street Address: 2001 Ferry Building
City, State, ZIP: San Francisco, California 94111
Telephone: (415) 433-4150
Facsimile: (415) 433-8716
Attorney Docket No. REDC-401 USA

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41):.....\$ 40.00
 Enclosed
 Charge any deficiencies in the enclosed fee to Deposit Account No. 12-1420
 Authorized to be charged to deposit account

8. Deposit account number: 12-1420
(Attach duplicate copy of this page if paying by deposit account)

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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.

Michael R. Ward, Reg. No. 38,651 Michael R. Ward January 7, 1999
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 6

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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01/14/1999 DNGUYEN 00000268 08598054

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CERTIFICAT DE CONFORMITÉ

*Loi sur la publicité légale des entreprises individuelles,
des sociétés et des personnes morales
(L.R.Q., chap. P-45, art. 80 et 517)*

*J'atteste que le document ci-joint est une copie conforme d'un
document contenu dans les registres et archives ou déposé au registre
des entreprises individuelles, des sociétés et des personnes morales,
concernant les statuts de modification de*

CONJUCHEM INC.

Le 22 septembre 1998

1146750352



Rachue Pelletier

Contresignataire

Québec 

CERTIFICAT DE MODIFICATION

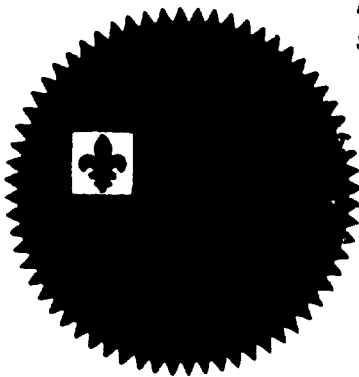
Loi sur les compagnies, Partie IA
(L.R.Q., chap. C-38)

J'atteste par les présentes que la compagnie

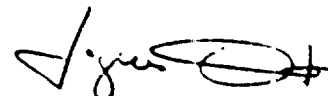
CONJUCHEM INC.

a modifié ses statuts le **28 AVRIL 1998**, en vertu de la
partie IA de la Loi sur les compagnies, tel qu'indiqué dans les
statuts de modification ci-joints.

Déposé au registre le 29 avril 1998
sous le matricule 1146750352



L930Z12153C02AA


Inspecteur général des institutions financières



Form 5
ARTICLES OF AMENDMENT
The Companies Act, R.S.Q., c. C-38
Part 1A

1 Corporate name conjacbes Inc.	
2 <input type="checkbox"/> Application presented in conformity with Section 123.140 and following of the Companies Act	
3 The company's articles are amended as follows: 3.1 The corporate name of the company set out in paragraph 1 of its Articles of Incorporation is hereby changed to the one above set forth in paragraph 1; and 3.2 The judicial district set out in paragraph 2 of the Articles of the Company is hereby changed to Montreal.	
4 Effective date, if different from date of filing (see instructions) N/A	5 Corporate name (or designating number), prior to amendment, if different from that mentioned in item 1 RedCell Canada Inc.

If space is insufficient, attach an appendix in two (2) copies

Signature of
authorized director

For departmental use only

CA-215 (Rev. 05-95)

Gouvernement du Québec
déposé le

28 AVR. 1998

L'inspecteur général des
institutions financières





Form 2
**NOTICE OF ADDRESS
OF HEAD OFFICE**
The Companies Act, R.S.Q., c. C-38
Part 1A

1 Corporate name
 coo juceba Inc.

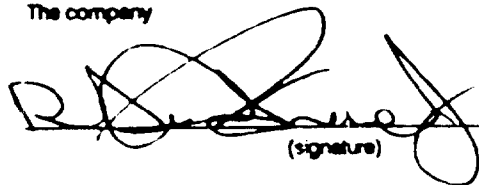
2 Notice is hereby given that the address of the head office of the company, within the limits of the judicial district indicated in the articles, is as follows:

1801 de Maisonneuve Blvd, Suite 810
 No Street name

Montreal
 Municipality

québec H3H 1J9
 Province Postal code

The company


 (signature)

Post occupied
by signatory

PRESIDENT / CEO

For departmental use only

CA-212 (Rev 12-93)

Gouvernement du Québec
 déposé le
 28 AVR. 1998
 L'inspecteur général des
 institutions financières

