

MRP 4-19-99

FORM PTO-1595 (Modified)
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Attorney Docket
No.: 400-GP, -1

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

1. Name of conveying party(ies):

MidLar Pharma, Inc.

2. Name and address of receiving party(ies):

Pharmalogix, Inc.
3 Stewart Court
Denville, New Jersey 07834

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:
- Merger
- Change of Name

Execution Date: February 26, 1999

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):
09/139,361
09/217,641

B. Patent No.(s):

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence document should be mailed:

LYNDA L. CALDERONE
PANITCH SCHWARZE JACOBS & NADEL, P.C.
One Commerce Square - 2005 Market Street - 22nd Fl.
Philadelphia, PA 19103-7086
Telephone: (215) 567-2020
Facsimile: (215) 567-2991
E-Mail: psjn@psjn.com

6. Total number of applications and patents involved: [2]

7. Total fee (37 CFR 3.41) Cal. 2 x \$40.00 = \$ 80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 16-0235

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.

LYNDA L. CALDERONE
Name of Person Signing

Signature

April 15, 1999
Date

4/28/1999 DNGUYEN 00000429 160235 09139361

Total number of pages including cover sheet, attachments and document: [3]

1 FC:581

80.00 CH

OMB No. 0651-0011 (exp. 4/94)

FILED

MAR 1 1999

James A. DiGiovanna, Jr.
State Treasurer

CERTIFICATE OF AMENDMENT

OF

MIDLAR PHARMA, INC.

Under Section 9-2 of the New Jersey Business Corporation Act

1. The name under which this corporation was incorporated is:

Midlar PHARMA, Inc.

2. Article FIRST of the original Certificate of Incorporation, specifying the name of the corporation, is deleted, and the following new Article FIRST is substituted in lieu thereof:

FIRST: The name of the corporation is Pharmalogix, Inc.

3. This amendment was approved by the board of directors of this corporation, and was adopted by unanimous vote of the shareholders of the corporation at a meeting held on February 25, 1999.

4. There are 162,750 shares of the corporation which were entitled to vote on the amendment, all of which voted in favor thereof.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment this 26 day of February, 1999.

MidLar PHARMA, Inc.

By: 

Vijai Kumar,

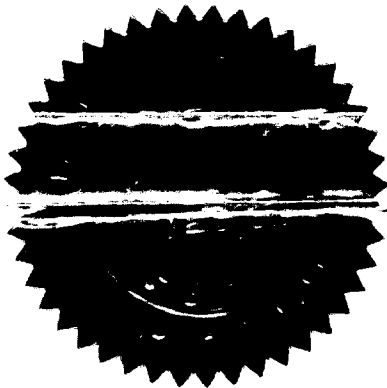
Chief Operating Officer/President

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
FILING CERTIFICATION (CERTIFIED COPY)

PHARMALOGIX, INC.

I, the Treasurer of the State of New Jersey,
do hereby certify, that the above named business
did file and record in this department the below
listed document(s) and that the foregoing is a
true copy of the
Certificate of Amendment Change of Name
Filed in this office on March 1, 1999
as the same is taken from and compared with the
original(s) filed in this office on the date set
forth on each instrument and now remaining on file
and of record in my office.

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
2nd day of March, 1999



James A. DiEleuterio, Jr.

James A DiEleuterio, Jr.
Treasurer