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U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

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Date

Signature

December 1, 1999

Steve Charles Myers

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

1. Name of conveying party(ies):

Hoechst Roussel
Pharmaceuticals, Inc.

Additional name(s) of conveying party(ies) attached? ☐ YES ☒ NO

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

Name: Hoechst Marion Roussel, Inc.
Internal Address: Route #202-206 North / P.O. Box 6800
Street Address:
City: Bridgewater State: New Jersey ZIP: 08807-0800

Additional name(s) and address(es) attached? ☐ YES ☒ NO

3. Nature of Conveyance:

☐ Assignment ☐ Merger
☐ Security Agreement ☒ Change of Name
☐ Other

Execution Date: December 22, 1995

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): 08/901,557

B. Patent No.(s):

Additional numbers attached? ☐ YES ☒ NO

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

Name: Balaram Gupta, Reg. No. 40,009
Internal Address: Hoechst Marion Roussel, Inc.
Street Address: Route 202-206 / P.O. Box 6800
City: Bridgewater State: NJ ZIP: 08807-0800

Our Reference No.: HR-1210YAX

6. Total number of applications and patents involved: - 1 -

7. Total (37 CFR 3.41): \$40.00

☐ Enclosed
☒ Authorized to be charged to deposit account

8. Deposit account number: 13-2764

(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.

Balaram Gupta, Reg. No. 40,009

Name of Person Signing

Balaram Gupta
Signature

Date: November 30, 1999

Total number of pages comprising cover sheet: 5

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

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PATENT
REEL: 010473 FRAME: 0427

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HOECHST-ROUSSEL PHARMACEUTICALS INCORPORATED", A DELAWARE CORPORATION,

WITH AND INTO "HOECHST MARION ROUSSEL, INC." UNDER THE NAME OF "HOECHST MARION ROUSSEL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 1995, AT 11 O'CLOCK A.M.



Edward J. Freel, Secretary of State

AUTHENTICATION:

0613109 8100M

DATE: 7841299

960054420

PATENT

REEL: 010473 FRAME: 0428

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CERTIFICATE OF MERGER

OF

HOECHST-ROUSSEL PHARMACEUTICALS INCORPORATED
a Delaware Corporation

WITH AND INTO

HOECHST MARION ROUSSEL, INC.
a Delaware Corporation

PURSUANT TO SECTION 251 OF THE GENERAL CORPORATION
LAW OF THE STATE OF DELAWARE

Pursuant to Section 251 of the General Corporation Law of the State of Delaware (the "DGCL"), Hoechst Marion Roussel, Inc., a Delaware corporation (the "Company"), one of the constituent corporations to and the surviving corporation in a merger (the "Merger") with Hoechst-Roussel Pharmaceuticals Incorporated, a Delaware corporation ("HRPI"), has executed this Certificate of Merger in accordance with Section 103 of the DGCL.

The Company hereby certifies that:

1. The names and states of incorporation of the Company and HRPI are:

<u>Name</u>	<u>State of Incorporation</u>
Hoechst Marion Roussel, Inc.	Delaware
Hoechst-Roussel Pharmaceuticals Incorporated	Delaware

2. The Agreement and Plan of Merger dated as of December 18, 1995 (the "Merger Agreement"), by and between the Company and HRPI, has been approved, adopted, certified, executed and acknowledged by each of the Company and HRPI in accordance with Section 251 of the DGCL.

3. The name of the surviving corporation in the Merger is Hoechst Marion Roussel, Inc.

4. The Certificate of Incorporation of the surviving corporation shall be the Certificate of Incorporation of the Company, as in effect immediately prior to the effective date of the Merger (the "Effective Date"), until thereafter amended as provided by law, except that Article Fourth of the Certificate of Incorporation shall be amended as of the Effective Date to read as follows: The total number of shares of stock which the Corporation shall have authority to issue is 1,000 shares of voting common and 1,000 shares of non-voting common and the par value of such shares is \$.01 per share, amounting in the aggregate to \$20.00.

5. The executed Merger Agreement between the Company and HRPI is on file at the principal place of business of the Company, the address of which is as follows: 10236 Marion Park Drive, Kansas City, Missouri 64137-1405.

6. A copy of the Merger Agreement will be furnished by the Company, on request and without cost, to any stockholder of the Company or HRPI.

7. The Effective Date of the Merger shall be January 1, 1996.

IN WITNESS WHEREOF, this Certificate has been executed in accordance with Section 103 of the DGCL, this 22nd day of December, 1995.

HOECHST MARION ROUSSEL, INC.
a Delaware corporation

By: Fred W. Lyons, Jr.
Name: Fred W. Lyons, Jr.
Title: Chairman of the Board

ATTEST:

By: Rebecca R. Tilden
Name: Rebecca R. Tilden
Title: Assistant Secretary

NOTARIAL TRUE COPY

UNITED STATES OF AMERICA)
STATE OF NEW JERSEY) ss.
COUNTY OF SOMERSET)

TO ALL TO WHOM THESE PRESENTS SHALL COME,

I Do Hereby Certify under the Oath of my Office and Seal that the annexed document(s) are TRUE COPIES of the original document(s) which I have compared.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Seal under the Oath of my Office

At Bridgewater, New Jersey, United States of America

this 30th day of November, 1999.

SEAL


Notary Public

Susan Chwat-Myers
Notary Public of New Jersey
My Commission Expires May 10, 2001
I.D. # 2011418

Notary Signature

Print or Type Name
of Notary, Expiration
Date, if any, Title or
Jurisdiction Area

Docket No. HR-1210YAX