

07-19-2000

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Form PTO-1595
6-93

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U.S. Department of Commerce
Patent and Trademark Office

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

1. Name of conveying party:

Acea Pharmaceuticals, Inc.

2. Name and address of receiving party:

Name: CoCensys, Inc.

Street Address: 213 Technology Drive

City: Irvine

State: CA

Zip Code: 92618

Additional name(s) of conveying party(ies) attached? ☐ yes ☒ no

3. Nature of Conveyance:

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

Execution Date(s): October 14, 1997

Country: United States of America

Additional name(s) & address(es) attached? ☐ yes ☒ no

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).

09/376,536

B. Patent No(s).

5,631,373 and 5,977,107

Additional numbers attached? ☐ yes ☒ no

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

Name: Sterne, Kessler, Goldstein & Fox P.L.L.C.

Internal Address: c/o John M. Covert

Street Address: 1100 New York Ave., N.W.
Suite 600

City: Washington State: D.C. Zip Code: 20005-3934

6. Total number of applications and patents involved

37. Total fee (37 C.F.R. § 3.41).....\$ 120.00☒ Enclosed☐ Authorized to be charged to Deposit Account

8. Deposit Account Number: 19-0036

DO NOT USE THIS SPACE

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9. Statement and signature. 120.00 00

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.

John M. Covert
 Name of Person Signing
 Registration No.

John M. Covert
 Signature

June 20, 2000
 Date

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

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

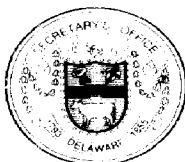
Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents and Trademarks, Box Assignments
 Washington, D.C. 20231

State of Delaware
Office of the Secretary of State PAGE 1

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 OWNERSHIP, WHICH MERGES:

"ACEA PHARMACEUTICALS, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "COCENSYS, INC." UNDER THE NAME OF "COCENSYS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF OCTOBER, A.D. 1997, AT 9:01 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



2318043 8100M

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 8701757

DATE: 10-14-97

PATENT
REEL: 010909 FRAME: 0695

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
ACEA PHARMACEUTICALS, INC.
INTO
COCENSYS, INC.**

(PURSUANT TO SECTION 253 OF THE GENERAL CORPORATION LAW OF DELAWARE)

CoCensys, Inc., a Delaware corporation (the "Corporation"), does hereby certify that:

1. The Corporation is incorporated pursuant to the General Corporation Law of the State of Delaware.

2. The Corporation owns all of the outstanding shares of each class of the capital stock of Acea Pharmaceuticals, Inc., a California corporation.

3. The Corporation, by the following resolutions of its Board of Directors, duly adopted on the 30th day of October, 1996, determined to merge into itself Acea Pharmaceuticals, Inc. on the conditions set forth in such resolutions:

"RESOLVED, that CoCensys, Inc. merge into itself its subsidiary, Acea Pharmaceuticals, Inc. (the "Subsidiary"), and assume all of the Subsidiary's liabilities and obligations;

RESOLVED FURTHER, that the appropriate officers of this Corporation be and they hereby are directed to make, execute and acknowledge a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge the Subsidiary into this Corporation and to assume the Subsidiary's liabilities and obligations and the date of adoption thereof and to file the same in the office of the Secretary of State of Delaware and as otherwise required by Delaware law "

COCENSYS, INC.

By: 
Vice President & CFO
Peter E. Jansen

ATTEST:

By: 
Secretary
Alan C. Mendelsen

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:01 AM 10/14/1997
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