

RECORDATION PAGE

09-28-2000



101473975

nts or copy thereof.

To the Honorable Commissioner of Patents and Tradem

SEP 22 2000
TRADEMARK OFFICE

1. Name of conveying party(ies)
Anika Research, Inc.

*MRO
9/22*

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

2. Name and address of receiving party(ies)

Name: Anika Therapeutics, Inc.

Internal Address: _____

Street Address: 236 West Cummings Park

City: Woburn State: MA ZIP: 01801

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

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other Officer's Certificate and Articles of Amendment

Execution Date: January 8, 1997

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)
09/540,716

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: N. Scott Pierce

Internal Address: _____

Hamilton, Brook, Smith & Reynolds, P.C.

Street Address: Two Militia Drive

City: Lexington State: MA ZIP: 02421-4799

6. Total number of applications and patents involved: [1]

7. Total Fee (37 C.F.R. 3.41)..... \$ 40.00

Enclosed

Authorized to charge any deficiencies or credit any overpayment to deposit account

Authorized to be charged to deposit account

8. Deposit account number:
08-0380

(Attach duplicate copy of this page if paying by deposit account)

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.

N. Scott Pierce *N. Scott Pierce* 9/20/00
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: [7]



ANIKA THERAPEUTICS, INCORPORATED

Officer's Certificate

The undersigned, being the duly elected, qualified and acting Officer of Anika Therapeutics, Incorporated, a Massachusetts corporation (the "Company"), formerly known as Anika Research, Incorporated, hereby certifies that the following is a true and correct copy of the Articles of Amendment of the Company pursuant to which, among other things, the name of the company was changed from Anika Research, Incorporated to Anika Therapeutics, Incorporated.

IN WITNESS WHEREOF, the undersigned has set his hand and the seal of the company this 29th day of February 2000.

Anika Therapeutics, Incorporated by:

[Handwritten Signature]

County of Middlesex
Commonwealth of Massachusetts

There then appeared before me, Edward Ross, Jr. of Anika Therapeutics, Incorporated, known to me to be the person and officer whose name is subscribed to the foregoing Certificate, and acknowledged that he/she executed the same as the free act and deed of Anika Therapeutics, Incorporated, and in the capacity therein stated.

Witness my hand and seal, this 29th day of February 2000.

Rita G. Norris
Notary Public
My commission expires: 4/23/2004

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

021

ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

Name Approved

We, J. Melville Engle, *President / ~~Vice President~~

and Sean R. Moran, *Clerk / ~~Secretary~~

of Anika Research, Inc.

(Exact name of corporation)

located at 236 West Cummings Park, Woburn, MA 01801
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

1

(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on January 8, 19 97, by vote of:

4,197,334 shares of Common Stock of 4,917,023 shares outstanding,
(type, class & series, if any)

125,476 shares of Series A Preferred Stock of 126,259 shares outstanding, and
(type, class & series, if any)

 shares of of shares outstanding,
(type, class & series, if any)

¹being at least a majority of each type, class or series outstanding and entitled to vote thereon: / or ²being at least two-thirds of each type, class or series outstanding and entitled to vote thereon and of each type, class or series of stock whose rights are adversely affected thereby:

Changed name of Corporation to Anika Therapeutics, Inc. ✓

*Delete the inapplicable words. **Delete the inapplicable clause.

¹ For amendments adopted pursuant to Chapter 156B, Section 70.

² For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

C
P
M
R.A.

P.C.

7-7892

NC

To *change* the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:	N/A	Common:	N/A	
Preferred:	N/A	Preferred:	N/A	

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:	N/A	Common:	N/A	
Preferred:	N/A	Preferred:	N/A	



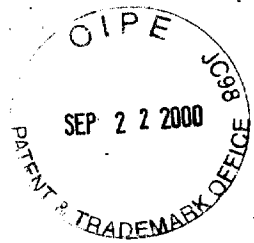
The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: _____

SIGNED UNDER THE PENALTIES OF PERJURY, this 8 day of January, 19 97.

J. Melville Engle _____, *President / ~~Not President~~
J. Melville Engle

Sean R. Moran _____, *Clerk / ~~Assistant Clerk~~
Sean R. Moran
*Delete the inapplicable words.



THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT
(General Laws, Chapter 156B, Section 72)

I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ 100 having been paid, said articles are deemed to have been filed with me this 9th day of January 19 97.

Effective date: _____

William Francis Galvin
WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Barbara A. Dagher, Legal Assistant
Goodwin, Procter & Hoar LLP
Exchange Place
Boston, MA 02109
Phone: (617) 570-1869