

11-20-2000

Department of Commerce
Patent and Trademark Office
Case Docket No. 4185.0005-07



ASSIGNMENTS

To the Honorable Commissioner of Patents and Trademark
Please record the attached original documents or copies

101522148

1. Name of conveying party(ies):
SYNERGEN BIOLOGICALS, INC. Name: AMGEN BOULDER INC.

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

3. Nature of conveyance: Street Address: 3200 Walnut Street

Assignment Merger City: Boulder

Security Agreement Change of Name State: Colorado Zip Code: 80301

Other: Additional name(s) & Address(es) attached?

Execution Date: April 10, 1995 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:

A. Patent Application Number(s): B. Patent Number(s):
6,090,585

Additional numbers attached? Yes No

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

Name:

Internal Address: FINNEGAN, HENDERSON, FARABOW, GARRETT & DUNNER, L.L.P.

Street Address: 1300 I Street, N.W.

City: Washington, D.C.

State: Zip: 20005-3315

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40

Enclosed (Please charge deficiency to deposit account)

Authorized to be charged to deposit account

8. Deposit Account No.: 06-0916

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.

William L. Strauss, Reg. No. 47,114  October 18, 2000
Signature Date

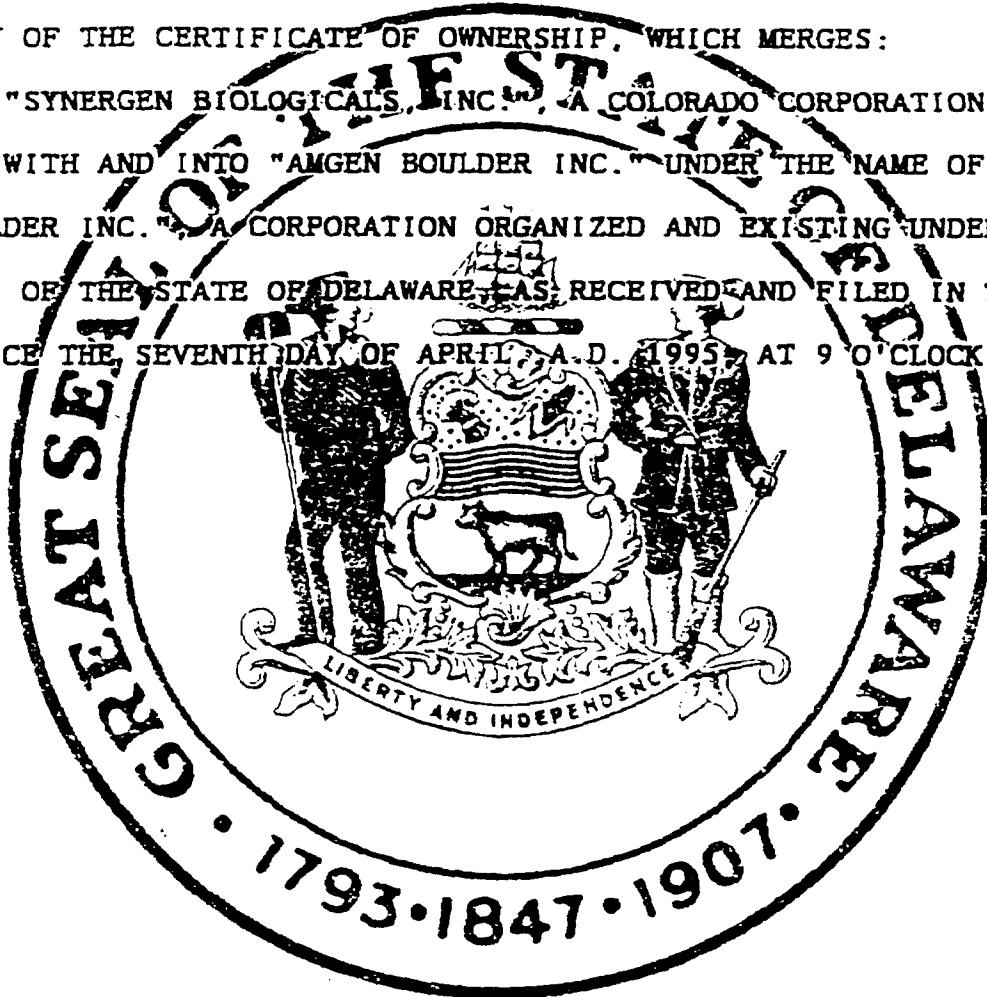
Total number of pages including cover sheet, attachments and documents: 6

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:

"SYNERGEN BIOLOGICALS, INC.", A COLORADO CORPORATION,
WITH AND INTO "AMGEN BOULDER INC." UNDER THE NAME OF "AMGEN BOULDER INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF APRIL, A. D. 1995, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

0932371 8100M

960258067

AUTHENTICATION:

DATE:

8096152

09-09-96

PATENT
REEL: 011245 FRAME: 0044

CERTIFICATE OF OWNERSHIP AND MERGER**Merging****SYNERGEN BIOLOGICALS, INC.****(a Colorado corporation)****into****AMGEN BOULDER INC.****(a Delaware corporation)****(Pursuant to Section 253 of
the General Corporation Law
of the State of Delaware)**

It is hereby certified that:

1. Amgen Boulder Inc. (the "Corporation") is incorporated under the laws of the State of Delaware.
2. The Corporation owns all of the outstanding shares of stock of Synergen Biologicals, Inc., a Colorado corporation ("Synergen Biologicals").
3. The following is a copy of the resolutions adopted by unanimous written consent of the Board of Directors of the Corporation as of February 13, 1994 approving the merger of Synergen Biologicals into the Corporation (the "Merger"):

NOW, THEREFORE, BE IT RESOLVED, that the Corporation merge into itself its subsidiary, Synergen Biologicals, and assume all of said subsidiary's liabilities and obligations (the "Merger");

FURTHER RESOLVED, that the officers of the Corporation be and they hereby are authorized and directed to make and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions to merge into itself Synergen Biologicals, and to cause the same to be filed and recorded as provided by law, and to do all acts and things whatsoever, within the State of

Delaware and in any other appropriate jurisdiction, necessary or proper to effect the Merger;

FURTHER RESOLVED, that the Board of Directors hereby adopts the Plan of Merger attached as Exhibit A hereto (the "Plan of Merger");

FURTHER RESOLVED, that the officers of the Corporation be and they hereby are authorized and directed to make and execute Articles of Merger setting forth the Plan of Merger, and to cause the same to be filed and recorded as provided by law, and to do all acts and things whatsoever, within the State of Colorado and in any other appropriate jurisdiction, necessary or proper to effect the Merger; and

FURTHER RESOLVED, that the officers of the Corporation or any of them are each hereby authorized and directed to take such further action and to execute and deliver such further documents as they deem necessary or appropriate to carry out the purposes and intent of each of the foregoing resolutions and the transactions authorized hereby and thereby, and any prior actions of the officers of the Corporation in regard to each of the foregoing resolutions are hereby ratified and approved.

4. The Certificate of Ownership and Merger and the Merger shall become effective on April 10, 1995.

IN WITNESS WHEREOF, AMGEN BOULDER INC. has caused this Certificate of Ownership and Merger to be signed by Thomas E. Workman, Jr., its Vice President, Secretary and General Counsel, this 31st day of March, 1995.

AMGEN BOULDER INC.

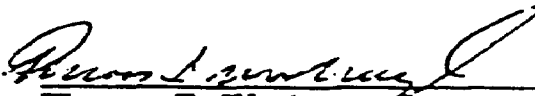
By: 
Thomas E. Workman, Jr.
Vice President, Secretary and
General Counsel

Exhibit A

PLAN OF MERGER

I. Amgen Boulder Inc., a Delaware corporation ("Amgen Boulder") owns all of the outstanding shares of stock of Synergen Biologicals, Inc. a Colorado corporation ("Synergen Biologicals").

II. Amgen Boulder hereby merges Synergen Biologicals into itself pursuant to the provisions of the Colorado Business Corporation Act and the General Corporation Law of the State of Delaware (the "Merger").

III. The separate existence of Synergen Biologicals shall cease at the effective time and date of the Merger and Amgen Boulder shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the State of Delaware.

IV. The issued shares of Synergen Biologicals shall not be converted in any manner, but each said share which is issued at the effective time and date of the Merger shall be surrendered and extinguished.

V. The Board of Directors and the proper officers of Amgen Boulder are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the Merger herein provided for.