

02-14-2001

FORM PTO-1595  
1-31-92

REC

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

101614859

## Box Assignments

Commissioner of Patents and Trademarks  
Washington, D. C. 20231

2-6-01

Express Mail Label No. EL268007784

I, Carmen M. Camarena, hereby certify that this paper or fee is being deposited with the United States Postal Service as Express Mail on the date of my signature and is addressed to the Assistant Commissioner for Patents, Washington, D.C. 20231

Date of Deposit: February 6, 2001

Please record the attached original documents or copy thereof.

## 1. Name of conveying party(ies):

Talaria Therapeutics, Inc.  
West Conshohocken, PAAdditional name(s) of conveying party(ies) attached? ☒ Yes ☐ No

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

Name: Esperion LUV Development, Inc.

Address: 3621 South State Street

City: Ann Arbor State: MI Zip: 48108

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

## 3. Nature of Conveyance:

☐ Assignment ☒ Merger☐ Security Agreement ☒ Change of Name☐ OtherExecution Date: See attachment

## 4. Application numbers:

A. Patent Application No.

B. Patent No.(s) 5,843,474

Additional numbers attached? ☐ Yes ☒ No

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

Witold A. Ziarno, Esq.  
Michael Best & Friedrich LLP  
100 East Wisconsin Avenue  
Milwaukee, WI 532026. Total number of applications and patents involved: 1

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

☒ Enclosed☒ Deficiencies in fee charged to Deposit Account8. Deposit account number: 13-3080

02/13/2001 6TOM11 00000183 5843474

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40.00 DP

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

Witold A. Ziarno (Reg. No. 39,888)  
Name of Person Signing  
Signature2/6/2001  
DateAttorney File 89145-9008Total number of pages including cover sheet, attachments, and document: 19

OMB No. 0651-0011 (exp. 4/94) H:\PF\FORM\ASSIGN.CS2

PATENT  
REEL: 011497 FRAME: 0745

State of Delaware  
Office of the Secretary of State

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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 MERGER, WHICH MERGES:

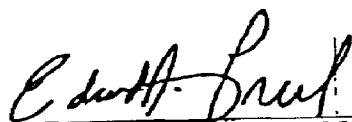
"ESPERION MERGERCO, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "TALARIA THERAPEUTICS, INC." UNDER THE NAME OF  
"ESPERION MERGERCO, INC.", A CORPORATION ORGANIZED AND EXISTING  
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED  
IN THIS OFFICE THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 2000, AT  
9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE  
KENT COUNTY RECORDER OF DEEDS.



2948132 8100M

001476788

  
Edward J. Freel, Secretary of State

AUTHENTICATION: 0688475

DATE: 09-21-00

PATENT  
REEL: 011497 FRAME: 0746

CERTIFICATE OF MERGER OF  
ESPERION MERGERCO, INC.

INTO

TALARIA THERAPEUTICS, INC.

Pursuant to Section 251 of the General Corporation Law of the State of Delaware, the undersigned corporations, which are organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DO HEREBY CERTIFY THAT:

**FIRST:** The constituent corporations are Talaria Therapeutics, Inc., a Delaware corporation ("Talaria"), and Esperion Mergerco, Inc., a Delaware corporation ("Merger Sub").

**SECOND:** An Agreement and Plan of Merger and Reorganization (the "Merger Agreement") dated as of September 21, 2000, by and among Esperion Therapeutics, Inc. a Delaware corporation, Talaria and Merger Sub has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251(c) of the General Corporation Law of the State of Delaware.

**THIRD:** The surviving corporation is Talaria, the name of which will be changed to Esperion Mergerco, Inc. (the "Surviving Corporation").

**FOURTH:** The Certificate of Incorporation of Merger Sub shall be the Certificate of Incorporation of the Surviving Corporation.

**FIFTH:** The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation at 3621 S. State Street, 695 KMS Place, Ann Arbor, Michigan 48108.

**SIXTH:** A copy of the Merger Agreement will be furnished by the Surviving Corporation on request and without cost to any stockholder of either constituent corporation.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be duly executed by its authorized officers, as of the 21st day of September, 2000.

ESPERION MERGERCO, INC.

BY: Roger S. Newton  
Roger S. Newton, President

TALARIA THERAPEUTICS, INC.

BY: Charles G. Hadley  
Charles G. Hadley,  
Chairman of the Board

#300396 Merger Cert.

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 AMENDMENT OF "BIOPHARMAGEN, INC.", CHANGING ITS NAME FROM "BIOPHARMAGEN, INC." TO "ESPERION LUV DEVELOPMENT, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF OCTOBER, A.D. 2000, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION: D766041

DATE: 10-31-00

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State of Delaware  
Office of the Secretary of State

PAGE 1

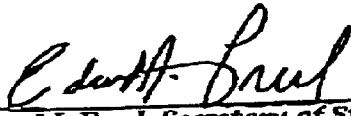
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ESPERION MERGERCO, INC.", CHANGING ITS NAME FROM "ESPERION MERGERCO, INC." TO "BIOPHARMAGEN, INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF OCTOBER, A.D. 2000, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



2948132 8100

001527296

  
Edward J. Freel, Secretary of State

AUTHENTICATION: 0744874

DATE: 10-19-00

PATENT  
REEL: 011497 FRAME: 0750

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 10/19/2000  
001527296 - 2948132

CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF INCORPORATION  
OF  
ESPERION MERGERCO, INC.

The undersigned, being the President of Esperion Mergerco, Inc., a Delaware corporation (the "Corporation"), hereby certifies as follows:

FIRST: The name of the Corporation is "Esperion Mergerco, Inc."

SECOND: The Certificate of Incorporation dated as of September 1, 2000 is hereby amended by striking out Article FIRST thereof and by submitting in lieu of said Article the following new Article:

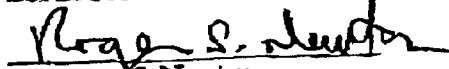
"The name of this corporation (the "Corporation") shall be:

BIOPHARMAGEN, INC."

THIRD: The Amendment to the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its duly authorized officer as of this 19<sup>th</sup> day of October, 2000.

ESPERION MERGERCO, INC.

  
By: Roger S. Newton  
Title: President

**ASSIGNMENT**

For and in consideration of the sum of One Dollar (\$1.00) to me:

Kevin Jon Williams  
425 Wister Road  
Wynnewood, PA 19096

paid by Reverse Transport Licensing & Consulting, Inc. (hereinafter referred to as "Assignee"),  
a Delaware corporation having its principal place of business at:

425 Wister Road  
Wynnewood, PA 19096

and for other valuable and sufficient consideration, receipt whereof is hereby acknowledged, I  
hereby sell, assign and convey, unto Assignee, its successors and assigns, my entire right, title  
and interest -

(1) in and to an invention entitled "An Improved Method Of Dialysis Treatment, And  
Dialysis Apparatus Related Thereto" for which I have executed United States patent application  
Serial No. 08/728,705, filed October 11, 1996;

(2) in and to said United States patent application, in and to all other patent applications  
(including divisional, continuation, continuation-in-part, §111(b) provisional, §111(a), and  
reissue applications) based upon said invention, and in and to the patent or patents to be granted  
thereon, including reissues thereof, if any, to the full end of the term or terms for which said  
patent or patents may be granted;

(3) in and to all patent applications on said invention now or hereafter filed in countries  
foreign to the United States of America, and in and to any and all patents granted on said  
applications to the full end of the terms for which said patents may be granted; and



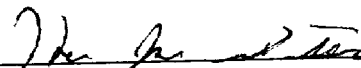
(4) under the International Convention in respect to the United States patent application and agree that any patent applications of any foreign countries which may be filed shall be filed in the name of my Assignee with a claim to priority based on said United States application.

And I hereby agree that I will, upon demand of Assignee, its successors or assigns, and without further consideration to me, execute any and all papers that may be necessary, or deemed by Assignee, its successors or assigns, to be necessary, to a complete fulfillment of the intent and purposes of this Assignment, it being understood that any expense incident to the execution of such papers shall be paid by Assignee, its successors and assigns, and not by me.

And the Commissioner of Patents and Trademarks of the United States is hereby authorized and requested to issue the said United States patent or patents to Assignee.

Executed this 31<sup>st</sup> day of July, 19 98

at Wynewood, PA.

  
\_\_\_\_\_  
Kevin Jon Williams

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**ASSIGNMENT**

Reverse Transport Licensing & Consulting, Inc. of 425 Wister Road, Wynnewood, PA 19096, (hereinafter referred to as "Assignor"), for and in consideration of the sum of One Dollar (\$1.00) paid by Talaria Therapeutics, Inc., (hereinafter referred to as "Assignee"), a Delaware corporation having its principal place of business at 1 Tower Bridge, Suite 1350, 100 Front Street, West Conshohocken, PA 19428, and for other valuable and sufficient consideration, receipt whereof is hereby acknowledged, does hereby sell, assign and convey, unto Assignee, its successors and assigns, the entire right, title and interest -

(1) in and to an invention entitled "An Improved Method Of Dialysis Treatment, And Dialysis Apparatus Related Thereto", United States patent application Serial No. 08/728,705, filed October 11, 1996;

(2) in and to said United States patent application, in and to all other patent applications (including divisional, continuation, continuation-in-part, §111(b) provisional, §111(a), and reissue applications) based upon said invention, and in and to the patent or patents to be granted thereon, including reissues thereof, if any, to the full end of the term or terms for which said patent or patents may be granted;

(3) in and to all patent applications on said invention now or hereafter filed in countries foreign to the United States of America, and in and to any and all patents granted on said applications to the full end of the terms for which said patents may be granted; and

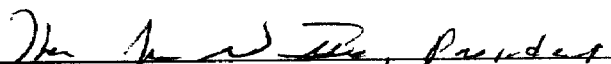
(4) under the International Convention in respect to the United States patent application and agree that any patent applications of any foreign countries which may be filed shall be filed in the name of the Assignee with a claim to priority based on said United States application.

Assignor hereby agrees that it will, upon demand of Assignee, its successors or assigns, and without further consideration to Assignor, execute any and all papers that may be necessary, or deemed by Assignee, its successors or assigns, to be necessary, to a complete fulfillment of the intent and purposes of this Assignment, it being understood that any expense incident to the execution of such papers shall be paid by Assignee, its successors and assigns, and not by Assignor.

And the Commissioner of Patents and Trademarks of the United States is hereby authorized and requested to issue the said United States patent or patents to Assignee.

Executed this 27<sup>th</sup> day of September, 1998

at Wynnewood, PA USA.

  
Kevin Jon Williams, President  
Reverse Transport Licensing & Consulting, Inc.

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