

10-03-2001

To the Honorable Commissioner of



Date: September 26, 2001
Attorney Docket: 5573-101

Please record the attached original

101862808

1. Name of conveying party(ies):

Applied Analytical Industries, Inc.
2320 Scientific Park Drive
Wilmington, NC 28405

9-28-01

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

aaipharma Inc.
2320 Scientific Park Drive
Wilmington, North Carolina 28405

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

3. Nature of conveyance:

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

Execution Date: 11/20/2000

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

4 Application Serial No. _____ Patent No. 5,902,844

If this document is being filed together with a new application, the execution date of the application is: _____

Additional numbers attached? Yes No

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

Robert J. Smith
Myers Bigel Sibley & Sajovec
P. O. Box 37428
Raleigh NC 27627

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 50-0220

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.

Robert J. Smith
Name of Person Signing

Signature

September 26, 2001
Date

Total number of pages including cover sheet, attachments and document: 4

10/02/2001 DBYRNE 00000184 5902844

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40.00 DP

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 "APPLIED ANALYTICAL INDUSTRIES, INC.", CHANGING ITS NAME FROM "APPLIED ANALYTICAL INDUSTRIES, INC." TO "AAIPHARMA INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF NOVEMBER, A.D. 2000, AT 11 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 0808002

2102907 8100

001583560

DATE: 1 **PATENT**

REEL: 012199 FRAME: 0469

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
APPLIED ANALYTICAL INDUSTRIES, INC.

Applied Analytical Industries, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, duly adopted a resolution setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable, and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that Article First of the Corporation's Certificate of Incorporation is hereby deleted in its entirety and replaced with the following new Article First:

"First: The name of the Corporation is aaiPharma Inc."

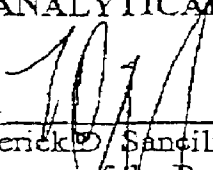
SECOND: That thereafter, a meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the holders of a majority of the outstanding shares of voting stock voted in favor of the amendment.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 222 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Applied Analytical Industries, Inc. has caused this certificate to be signed by Frederick D. Sancilio, Ph.D., its Chairman of the Board of Directors, this 15th day of November, 2000.

APPLIED ANALYTICAL INDUSTRIES, INC.

By:



Frederick D. Sancilio, Ph.D.
Chairman of the Board of Directors