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U.S. Department of Commerce
Patent and Trademark Office

Our Ref.: 620-202

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

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

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| <p>1. Name of conveying party(ies): CYTEL CORPORATION</p> <p>3-30-02</p> <p>Additional name/s of conveying party/ies attached? <input type="checkbox"/></p> <p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Assignment <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: _____ July 1, 1999</p> | <p>2. Name and address of receiving party(ies):</p> <p>Name: EPIMMUNE INC. Internal Address: Street Address: 5820 Nancy Ridge Drive</p> <p>City: San Diego State/Country: California Zip: 92121</p> <p>Additional name/s & address/es attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
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| <p>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: _____</p> | |
| <p>A. Patent Application No(s). (1) (2) (3)</p> | <p>B. Patent No(s). (1) 5,800,815 (2) (3)</p> |
| <p>Additional numbers attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | |

| | |
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| <p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: _____ Mary J. Wilson</p> <p>Internal Address: _____</p> <p>Street Address: <u>Nixon & Vanderhye P.C.</u> <u>1100 North Glebe Road</u> <u>8th Floor</u></p> <p>City: <u>Arlington</u> State: <u>VA</u> Zip: <u>22201</u></p> | <p>6. Total number of applications & patents involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>40.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account #14-1140</p> <p>8. The Commissioner is hereby authorized to charge any <u>deficiency</u>, or credit any overpayment, in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.</p> |
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DO NOT USE THIS SPACE

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| <p>9. Statements 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.</p> | | |
| <p>_____ Mary J. Wilson Name of Person Signing Reg. No. 32,955</p> | <p>_____ <i>Mary J. Wilson</i> _____ Signature</p> | <p>_____ May 30, 2002 Date</p> |
| <p>Total number of pages including original cover sheet, attachments, and document: [4]</p> | | |

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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 OWNERSHIP, WHICH MERGES:

"EPIMMUNE INC.", A DELAWARE CORPORATION,
WITH AND INTO "CYTEL CORPORATION" UNDER THE NAME OF
"EPIMMUNE INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF JULY, A.D. 1999, AT 1:01 O'CLOCK P.M.



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

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0446928

DATE: 05-18-00

CERTIFIED TO BE A TRUE COPY
OF THE ORIGINAL.

Ands Crea

7th September 2000

PATENT
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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

EPIMMUNE INC.

INTO

CYTEL CORPORATION

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

CYTEL CORPORATION, a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Company"),

DOES HEREBY CERTIFY:

FIRST: That this Company owns all of the outstanding shares of Epimmune Inc., a corporation organized and existing under the General Corporation Law (the "GCL") of the State of Delaware.

SECOND: That this Company, by the following resolutions of its Board of Directors, duly adopted at a meeting held on June 14, 1999, determined to merge Epimmune Inc. into itself on the terms and conditions set forth in such resolutions:

NOW, THEREFORE, BE IT RESOLVED, that the Company's wholly-owned subsidiary, Epimmune Inc. ("Epimmune"), be merged into the Company (the "Merger") and that the Company shall be the surviving corporation in the Merger pursuant to Section 253 of the GCL;

RESOLVED FURTHER, that the Merger shall become effective as of 5:00 p.m. Eastern Daylight Time on the date of the filing of a Certificate of Ownership and Merger in the form reviewed and approved by the Board at this meeting with the Secretary of State of the State of Delaware in accordance with Section 253 of the GCL;

RESOLVED FURTHER, that upon the effectiveness of the Merger, the Company shall assume all of the liabilities and obligations of Epimmune and all options to purchase shares of

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1.

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OF THE ORIGINAL.

Mike Chen

7th September 2000

Common Stock of Epimmune shall become options to purchase the same number of shares of Common Stock of the Company (with no other changes to the terms and conditions of such options).

RESOLVED FURTHER, that upon the effectiveness of the merger, the name of the Company shall be changed to Epimmune Inc. and Article I of the Company's Amended and Restated Certificate of Incorporation shall thereby be amended to read as follows:

"I.

The name of the Corporation is Epimmune Inc."

RESOLVED FURTHER, except as stated in the prior resolution, the Amended and Restated Certificate of Incorporation of the Company shall remain unchanged by the Merger and in full force and effect until further amended in accordance with the GCL;

RESOLVED FURTHER, that the proper officers of the Company be, and each of them hereby is authorized, empowered and directed to take any action in the name and on behalf of the Company which such officer deems necessary or appropriate to confirm that all taxes imposed by the Delaware Franchise Tax Board have been paid or secured with respect to Epimmune, and to take all such further action as such officer or officers may deem necessary or advisable in connection therewith; and

RESOLVED FURTHER, that the officers of the Company be, and each of them hereby is, authorized and directed in the name and on behalf of the Company or otherwise, to make all such arrangements, to do and perform all such acts and things, and to execute and deliver all such officers' certificates and such other instruments and documents as they may deem necessary or appropriate in order to effectuate fully the purpose of each and all the foregoing resolutions (hereby ratifying and confirming any and all actions taken heretofore and hereafter to accomplish such purposes, all or singular).

IN WITNESS WHEREOF, Cytel Corporation has caused this certificate to be signed by Robert L. Roe, M.D., its authorized officer, on July 1, 1999.

CYTEL CORPORATION

By: 

Robert L. Roe, M.D.

Acting President and Chief Operating Officer

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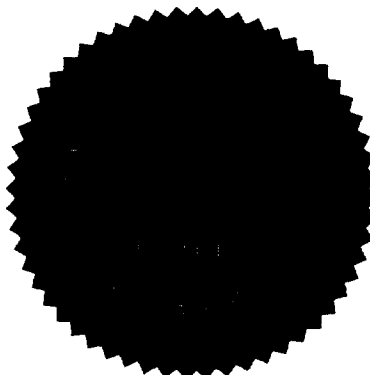
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OF THE ORIGINAL.



7th September 2000

ANDREW GREGG
NOTARY PUBLIC
6 QUEEN SQUARE
BRISTOL
BS1 4JE
Tel: (0117) 9258123



RECORDED: 05/30/2002

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