

09-24-2002

US DEPARTMENT OF COMMERCE
Patent and Trademark Office

Docket No. PG3648USW

RI



IEET

102231638

ONLY

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

1. Name of conveying party(ies):
GLAXO WELLCOME INC.

9.17.02

Additional name(s) of conveying party(ies) attached?

3. Nature of conveyance:

Assignment **X Merger**
Security Agreement Change of Name
Other _____

Execution Date: March 31, 2001

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

Name: SmithKline Beecham Corporation
Street Address: One Franklin Plaza
Philadelphia, Pennsylvania 19102

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

4. Application number(s) or patent number(s):

09/890,925 filed August 30, 2001

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

A. Patent Application No.(s) Patent No.(s)

Additional numbers attached? Yes **X No**

OFFICE OF PUBLIC RECORDS
2002 SEP 17 AM 10:54
FINANCE SECTION

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

Name: **David J. Levy**
Patent Counsel
Internal Address: **GlaxoSmithKline**
Corporate Intellectual Property
Street Address: **Five Moore Drive**
PO Box 13398
City: **RTP** State: **NC** Zip: **27709**

6. Total number of applications and patents involved: 1

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

Enclosed

X Authorized to be charged to deposit account

8. Deposit account number: **07-1392**

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.

X
Lorie Ann Morgan (Reg/No. 38,181)

9/17/02
Date

Total number of pages comprising cover sheet: **1 of 1**

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COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

APRIL 05, 2001

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

SMITHKLINE BEECHAM CORPORATION

I, Kim Pizzingrilli, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Merger restating the Articles of Incorporation in their entirety

which appear of record in this department



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Kim Pizzingrilli

Secretary of the Commonwealth

DPOS

200124-955

MAR 30 2001

Microfilm Number _____

Filed with the Department of State on _____

Entity Number 33.3095

Wm. P. ...
Secretary of the Commonwealth

ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION
DSC:15-1724 (Rev. 90)

In compliance with the requirements of 15 Pa.C.S. § 1924 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: SmithKline Beecham Corporation

2. (Check and complete one of the following):

The surviving corporation is a domestic business corporation and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) One Franklin Plaza, 200 North 16th Street, Philadelphia, PA 19102 Phila.
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

____ The surviving corporation is a qualified foreign business corporation incorporated under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) _____
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

____ The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street City State Zip

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Name of Corporation	Address of Registered Office or Name of Commercial Registered Office Provider	County
<u>Glaxo Wellcome Inc.</u>	<u>CT Corporation System</u>	<u>Philadelphia</u>

200124-956

OSCS:15-1924 (Rev 90)-2

4. (Check, and if appropriate complete, one of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on: March 31, 2001 at 11:30 p.m.
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of Corporation	Manner of Adoption
<u>SmithKline Beecham Corporation</u>	<u>Adopted by the directors and shareholders pursuant to 15 Pa.C.S. § 1924(a).</u>

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

7. (Check, and if appropriate complete, one of the following):

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

Number and Street City State Zip County

IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this March day of 2001.

SMITHKLINE BEECHAM CORPORATION

(Name of Corporation)

BY: Donald F. Parman
(Signature)

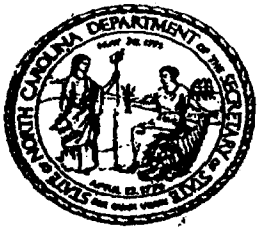
TITLE: Donald F. Parman, Secretary

GLAXO WELLCOME INC.

(Name of Corporation)

BY: Paul A. Holcombe, Jr.
(Signature)

TITLE: Paul A. Holcombe, Jr., Secretary



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF MERGER OR SHARE EXCHANGE
OF
SMITHKLINE BEECHAM CORPORATION

the original of which is now on file and a matter of record in this office.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 12th day of April, 2001.

Elaine F. Marshall

Secretary of State

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SOSID: 0348355
Date Filed: 3/30/2001 2:53 PM
Effective: 3/31/2001
Elaine F. Marshall
North Carolina Secretary of State

State of North Carolina
Department of the Secretary of State

ARTICLES OF MERGER
(Cross-entity Merger*)

Pursuant to North Carolina General Statute Sections 55-11-10(d), 55A-11-09(d), 57C-9A-22, 59-73.5 and 59-1013, as applicable, the undersigned surviving entity does hereby submit the following Articles of Merger as the surviving business entity in a merger between two or more business entities.

1. The name of the surviving entity is SmithKline Beecham Corporation a (check one) corporation, nonprofit corporation, professional corporation, limited liability company, limited partnership, partnership, limited liability partnership organized under the laws of the Commonwealth of Pennsylvania.

2. The address of the surviving entity is:

Street Address One Franklin Plaza City Philadelphia
200 North 16th Street
State Pennsylvania Zip Code 19102 County Philadelphia

(If Different) Mailing Address _____ City _____
State _____ Zip Code _____

3. The name of the merged entity is Glaxo Wellcome Inc., a (check one) corporation, nonprofit corporation, professional corporation, limited liability company, limited partnership, partnership, limited liability partnership organized under the laws of North Carolina.

4. Attached is a copy of the Plan of Merger that was duly approved by each merging business entity or unincorporated entity in the manner required by law.

5. With respect to the surviving entity (check the appropriate response):

- a. If the surviving entity is a North Carolina corporation or professional corporation:
 - (i) Shareholder approval was not required for the merger.
 - (ii) Shareholder approval was required for the merger, and the plan of merger was approved by the shareholders as required by Chapter 55 or Chapter 55B, if applicable, of the North Carolina General Statutes.
- b. If the surviving entity is a North Carolina nonprofit corporation:
 - (i) Member approval was not required for the merger, and the plan of merger was approved by a sufficient vote of the board of directors.
 - (ii) Member approval was required for the merger, and the plan of merger was approved by the members as required by Chapter 55A of the North Carolina General Statutes.

- (iii) ___ Approval of the plan of merger by some person or persons other than the members or the board was required pursuant to N.C.G.S. Section 55A-11-03(a)(3), and such approval was obtained.
- c. If the surviving entity is a North Carolina limited liability company:
- (i) ___ The merger was approved in the manner provided by the articles of organization or a written operating agreement providing for approval of a merger with the type of business entity contemplated in the plan of merger.
- (ii) ___ The merger was approved by the unanimous consent of the members of the limited liability company.
- d. If the surviving entity is a North Carolina partnership, including a limited liability partnership, or a North Carolina limited partnership:
- (i) ___ The merger was approved in the manner provided in a written partnership agreement that is binding on all the partners for approval of a merger with the type of business entity contemplated in the plan of merger.
- (ii) ___ The merger was approved by the unanimous consent of the partners.
- e. x The surviving entity is a foreign entity, including a corporation, nonprofit corporation, professional corporation, limited liability company, partnership, limited liability partnership or limited partnership, and the merger was approved in accordance with the laws of the state or country governing the organization and internal affairs of the foreign entity.
6. With respect to the merged entity (*check the appropriate response*):
- a. If the merged entity is a North Carolina corporation or professional corporation:
- (i) ___ Shareholder approval was not required for the merger.
- (ii) x Shareholder approval was required for the merger, and the plan of merger was approved by the shareholders as required by Chapter 55 or Chapter 55B, if applicable, of the North Carolina General Statutes.
- b. If the merged entity is a North Carolina nonprofit corporation:
- (i) ___ Member approval was not required for the merger, and the plan of merger was approved by a sufficient vote of the board of directors.
- (ii) ___ Member approval was required for the merger, and the plan of merger was approved by the members as required by Chapter 55A of the North Carolina General Statutes.
- (iii) ___ Approval of the plan of merger by some person or persons other than the members or the board was required pursuant to N.C.G.S. Section 55A-11-03(a)(3), and such approval was obtained.
- c. If the merged entity is a North Carolina limited liability company:
- (i) ___ The merger was approved in the manner provided by the articles of organization or a written operating agreement providing for approval of a merger with the type of business entity contemplated in the plan of merger.

- (ii) The merger was approved by the unanimous consent of the members of the limited liability company.
- d. If the merged entity is a North Carolina partnership, including a limited liability partnership, or a North Carolina limited partnership:
 - (i) The merger was approved in the manner provided in a written partnership agreement that is binding on all the partners for approval of a merger with the type of business entity contemplated in the plan of merger.
 - (ii) The merger was approved by the unanimous consent of the partners.
- e. The merged entity is a foreign entity, including a corporation, nonprofit corporation, professional corporation, limited liability company, partnership, limited liability partnership or limited partnership and the merger was approved in accordance with the laws of the state or country governing the organization and internal affairs of the foreign entity.
- 7. The merger is permitted by the law of the state or country governing the organization and internal affairs of each merging business entity.
- 8. Each business entity that is a party to the merger has complied or shall comply with the applicable laws of the state or country governing its organization and internal affairs.
- 9. These articles will be effective upon filing, unless a delayed date and/or time is specified: March 31, 2001 at 11:30 p.m.

This the ___ day of March, 2001

SMITHKLINE BEECHAM CORPORATION

Name of Entity

Donald F. Parman

Signature

Donald F. Parman, Secretary

Type or Print Name and Title

NOTES:

"A "Cross-entity Merger" may involve one or more business corporations, nonprofit corporations, limited liability companies, partnerships, limited liability partnerships or limited partnerships. The phrase "Cross-entity Merger" is used solely for administrative and identification purposes within the Department of the Secretary of State.

- 1. Filing fee is \$50. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.
- 2. Certificate(s) of Merger must be registered pursuant to the requirements of N.C.G.S. Section 47-18.1

(Revised January 2000)
CORPORATIONS DIVISION

P.O. BOX 29622

(Form L-06)
RALEIGH, NC 27626-0622