

02-25-2003

Docket No.: 0691.1001-058

RECO

HEET



102371407

To the Commissioner, United States Patent and Trademark Office

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies)

Procyon Pharmaceuticals, Inc.

2-2003

2. Name and address of receiving party(ies)

Name: PKC Pharmaceuticals, Inc.

Internal Address:

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

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other

Execution Date: 12/24/02

Street Address: 165 New Boston Street

City: Woburn State: MA ZIP: 01801

Additional name(s) & address(es) attached?  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 is:

A. Patent Application No.(s)

B. Patent No.(s)

5,891,906

Additional numbers attached?  Yes  No

FINANCIAL SECTION  
RECORDS  
7:47

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

Name: Richard W. Wagner, Esq.

Internal Address:

Hamilton, Brook, Smith & Reynolds, P.C.

Street Address: 530 Virginia Road, P.O. Box 9133

City: Concord State: MA ZIP: 01742-9133

6. Total number of applications and patents involved: [1]

7. Total Fee (37 C.F.R. 3.41)..... \$ 40.00

- Enclosed
- Authorized to charge any deficiencies or credit any overpayment to deposit account
- Authorized to be charged to deposit account

8. Deposit account number:

08-0380

(Attach duplicate copy of this page if paying by deposit account)

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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.

Richard W. Wagner

Name of Person Signing

Richard W. Wagner

Signature

Feb. 14, 2003

Date

02/24/2003 ECDOPER 00000251 5891906 Total number of pages including cover sheet, attachments, and document: [ 3 ]

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40.00 DP

PATENT REEL: 013767 FRAME: 0603

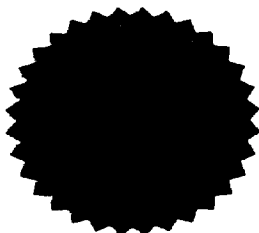
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, 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 "PROCYON PHARMACEUTICALS, INC.", CHANGING ITS NAME FROM "PROCYON PHARMACEUTICALS, INC." TO "PKC PHARMACEUTICALS, INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2002, AT 3:35 O'CLOCK P.M.

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



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2173052

DATE: 12-27-02

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PATENT  
REEL: 013767 FRAME: 0604

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
PROCYON PHARMACEUTICALS, INC.**

*(pursuant to the General Corporation Law of the State of Delaware)*

Procyon Pharmaceuticals, 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 adopted by the unanimous written consent of its members, filed with the minutes of the Board, the following resolution proposing and declaring advisable an amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that this Board of Directors recommend to the stockholders of the Corporation that the Corporation change its name to PKC Pharmaceuticals, Inc. and that the Certificate of Incorporation of Procyon Pharmaceuticals, Inc. be amended by changing the First Article thereof so that as amended, said Article shall be and read as follows:


FIRST: The name of the corporation is PKC Pharmaceuticals, Inc. (the "Corporation")."

SECOND: That in lieu of a meeting and vote of the stockholders, the stockholders have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware and written notice of the adoption of the amendment has been given as provided in Section 228 of the General Corporation Law of the State of Delaware to every stockholder entitled to such notice.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Procyon Pharmaceuticals, Inc. has caused this certificate to be signed by Paul E. Driedger, its President, this 23<sup>rd</sup> day of December, 2002.

PROCYON PHARMACEUTICALS, INC.

  
Name: Paul E. Driedger  
Title: President

Bos/69932