

ASSIGNMENT RECORDATION FORM COVER SHEET *Patents Only*

To the Director of the Patent and Trademark Office:
Please record the attached original documents or copy thereof.

Attorney Dkt. No.: 033844/172558, 172559, 193034, 199503

1. Name of conveying party(ies):

Pharma Pass, LLC

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

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

Pharma Pass Limited
Chancery House
High Street
Bridgetown
Barbados

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

3. Nature of conveyance:

- ☐ Assignment
☐ Merger
☐ Security Agreement
☐ Change of Name
☒ Other Certificate of Continuance

Execution Date: 12/31/2002

4. Patent Nos. 6,096,341; 6,143,327; 6,033,686; 6,350,471

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:

ALSTON & BIRD LLP
Bank of America Plaza
101 South Tryon Street, Suite 4000
Charlotte, NC 28280-4000

6. Total number of applications and patents involved:
Four (4)

7. Total fee (37 CFR 3.41) \$160.00

- ☐ Enclosed
☒ Authorized to be charged to deposit account

8. Deposit account number: 16-0605

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.*

Name of Person Signing: Raymond O. Linker, Jr.
Reg. No. 26,419

Oct 27, 2003
Date

Total number of pages including cover sheet, attachments, and document: 9

CH \$160.00 160605 6096341



FORM 19

COMPANY NO. 22006

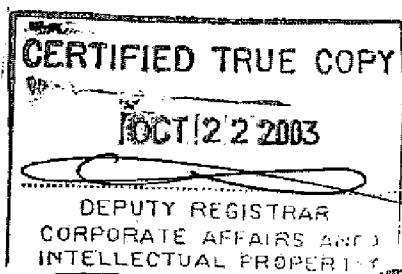
COMPANIES ACT OF BARBADOS

CERTIFICATE OF CONTINUANCE

PHARMA PASS LIMITED

Name of Company

I hereby certify that the above-mentioned company was continued, as set out in the attached Articles of Continuance, under section 356.2.(1) of the Companies Act.



Registrar of Companies

December 31st, 2002

Date of Continuance



29379/
\$ 30.00
02/12/31
FORM 33

COMPANIES ACT OF BARBADOS
REQUEST FOR NAME SEARCH AND NAME RESERVATION

1. Name, Address and telephone number of person making request:
Dr. Trevor A. Carmichael
Chancery Chambers, Chancery House
High Street, Bridgetown, Barbados
Telephone No. (246) 431-0070

2. Proposed name or names in order of preference:
(a) PHARMA PASS LIMITED
(b)
(c)

3. Main types of business the company carries on or proposes to carry on:
(a) International Business Company under the provisions of the International Business Companies
(b) Act, 1991-24
(c) - Under Int'l Trade & Commerce as defined in Section 6 of the IBC Act

4. Derivation of Name: N/A

5. First available name to be reserved: Yes ☒ No ☐

6. Name is for: Continuance

7. If for a change of name, state present name of company:
N/A

8. If for an amalgamation, state names of amalgamating companies:
N/A

For Ministry use only **APPROVED**

Names reserved until (specify date)
2003-04-09
1- ☐ 2- ☐ 3- ☐

For Director
REGISTERED CORPORATE AFFAIRS AND
INTELLECTUAL PROPERTY OFFICE
See attached letter if name not reserved

Date received 2002-12-31 Request received by

CAUTION
Name Reservations are granted in accordance with the conditions on the reverse side hereto

COMPANIES ACT OF BARBADOS
(Section 407(2))

PHARMA PASS LIMITED

I, **ANDREW C. FERREIRA**, Attorney-at-Law of Chancery Chambers, Chancery House, High Street, Bridgetown, Barbados, MAKE OATH AND SAY as follows:

1. I am an Attorney-at-Law duly admitted to practise law in Barbados only and make this Affidavit in respect of **PHARMA PASS LIMITED**, a company that is in the course of discontinuing as a limited liability company under the laws of the State of California in the United States of America (the "State of California"), and continuing as a company under the laws of Barbados.
2. That I have reviewed the legal opinion delivered by Fenwick & West LLP (Attorneys-at-Law), and attached to the Schedule of the Articles of Continuance filed herewith, and relying on that opinion which is based *inter alia* on a certified copy of relevant sections of the Beverly-Killea Limited Liability Company Act of the laws of the State of California, to the best of my knowledge information and belief:
 - (i) the laws of the State of California permit limited liability companies to discontinue (by way of Conversion), in the State of California and to continue as companies under the laws of another jurisdiction provided that the laws of that other jurisdiction permit such a continuation;
 - (ii) The Company was incorporated in the name **Pharma Pass, LLC** (as a limited liability company organised under the laws of the State of California), on December 29, 1995, pursuant to Articles of Organisation filed with the Secretary of State of California;
 - (iii) upon continuation of the Company as a body corporate under the laws of Barbados, we believe that:-
 - (1) the property of the Company shall continue to be the property of the Company;
 - (2) the Company shall continue to be liable for its obligations;

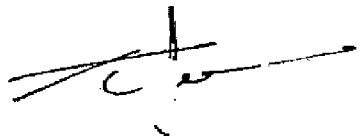
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CORPORATE AFFAIRS AND
INTELLECTUAL PROPERTY OFFICE

- (3) an existing cause of action, claim or liability to prosecution against the Company is unaffected;
- (4) a civil, criminal or administrative action or proceeding pending by or against the Company may be continued to be prosecuted by or against the Company; and
- (5) a conviction against, or ruling, order or judgement in favour of or against the Company may be enforced by or against the Company.

3. I make this Affidavit in support of the application by **PHARMA PASS LIMITED**, for continuance as a body corporate in Barbados

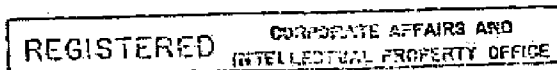
SWORN TO by the said)
ANDREW C. FERREIRA at)
Bridgetown, Barbados this 31st)
day of December, 2002)



Before me:

James A. L. L. J. P.
Justice of the Peace

CLERK OF THE PEACE





FORM 4

COMPANIES ACT OF BARBADOS

(Section 169(1) and (2))

**NOTICE OF ADDRESS
OR
NOTICE OF CHANGE OF ADDRESS
OF REGISTERED OFFICE**

1. Name of Company

PHARMA PASS LIMITED

2. Company No. 22006

3. Address of Registered Office

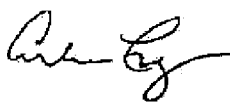
Chancery House
High Street
Bridgetown
Barbados

4. Mailing Address

Chancery House
High Street
Bridgetown
Barbados

5. If change of address, give previous address of Registered Office.

N/A

6. Date	Signature	Title
31 st December 2002	 Arlene L. Fong	Director

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Company No. 22006

Filed 2002-12-31

REGISTERED

CORPORATE AFFAIRS AND
INTELLECTUAL PROPERTY OFFICE



FORM 9

COMPANIES ACT OF BARBADOS

(Sections 66 & 74)

NOTICE OF DIRECTORS

OR

NOTICE OF CHANGE OF DIRECTORS

1. Name of Company PHARMA PASS LIMITED		2. Company No. 22006
3. Notice is given that on the _____ day of _____ 20____ the following person(s) was/were appointed director(s):		
Name	Mailing Address	Occupation
	N/A	
4. Notice is given that on the _____ day of _____ 20____ the following person(s) ceased to hold office as director(s):		
Name	Mailing Address	
	N/A	
5. The directors of the company as of this date are:		
Name	Mailing Address	Occupation
Eugene N. Melnyk	Beach House, Crane, St. Philip, Barbados	Business Executive
Arlene L. Fong	No. 2 South Point View, Enterprise, Christ Church, Barbados	Business Executive
		REGISTERED CORPORATE AFFAIRS AND INTELLECTUAL PROPERTY OFFICE
6. Date 31 ST December 2002	Signature Arlene L. Fong <i>Arlene L. Fong</i>	Title Director



Form 17

#293791
\$3000.00
02/12/31

**COMPANIES ACT OF BARBADOS
(Section 351)**

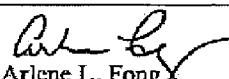
ARTICLES OF CONTINUANCE

1. **Name of Company**
PHARMA PASS LIMITED
2. **Company Number** 22006
3. **The classes and any maximum number of shares that the company is authorized to issue.**

The Company shall be authorised to issue an unlimited number of shares of Common Shares
4. **Restrictions if any on share transfers**
No share in the capital of the Company shall be transferred without the approval of the directors of the Company or of a committee of such directors, evidenced by resolution. The directors may, in their absolute discretion and without assigning any reasons therefor, decline to register any transfer of any share.
5. **Number (or minimum or maximum number) of directors.**
There shall be a minimum of 2 and a maximum of 10 directors
6. **Restriction if any on business the company may carry on.**
The Company shall not engage in any business other than international business as defined in the International Business Companies Act, 1991-24.
7. **If change of name affected, previous name.**
Pharma Pass, LLC
8. **Details of Incorporation.**

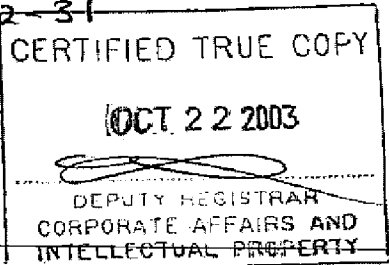
The annexed Schedule I is incorporated into this form.
9. **Other provisions if any.**
The Company shall not either directly or through other persons offer to the public for subscription or purchase, any shares or debentures of the Company.

10.

Date:	December 31, 2002	Signature:	 Arlene L. Fong	Title:	Director
Date:		Signature:		Title:	REGISTERED
Date:		Signature:		Title:	D.B. 2002-12-31

For Ministry use only
Company Number: 22006

Filed: 2002-12-31



FORM 17

THE COMPANIES ACT OF BARBADOS
(Section 351)**ARTICLES OF CONTINUANCE****Name of Company:**

PHARMA PASS LIMITED

Company No:

22006

SCHEDULE**8. Details of Incorporation:**

The Company was incorporated in the name **Pharma Pass, LLC** (as a limited liability company organised under the laws of the State of California), on December 29, 1995, pursuant to Articles of Organisation filed with the Secretary of State of California.


A certified copy with apostille attached of each of:-

- (a) the Articles of Organisation filed with the Secretary of State of California on December 29, 1995; and
- (b) the Operating Agreement dated January 2, 1996, as amended on May 31, 1996, as further amended on July 31, 1996, as further amended on December 31, 2000, and as further amended on July 15, 2002;

is attached hereto and incorporated into this Schedule.

A certified copy with apostille attached of each of (1) the special resolution of the members of the Company dated December ____, 2002, approving the discontinuance of the Company from the State of California and its continuation into Barbados (the "Conversion"), and (2) the applicable sections of the laws of the State of California authorising the Conversion of companies formed under the laws of State of California, is referenced in and attached to the legal opinion of **Fenwick & West LLP** (Attorneys-at-Law, qualified under the laws of the State of California), confirming due compliance with all of the requirements of the laws of the State of California. The legal opinion is also attached hereto and incorporated into this Schedule.

REGISTERED
CORPORATE AFFAIRS AND
INTELLECTUAL PROPERTY OFFICE

Date	Signature	Title
December ____, 2002	 Arlene L. Fong	Director

CERTIFIED TRUE COPY

OCT 22 2003

DEPUTY REGISTRAR
CORPORATE AFFAIRS AND
INTELLECTUAL PROPERTY

PATENT