

Attorney Docket No.: 6888-56US

RECORDATION FORM COVER SHEET  
PATENTS ONLY

Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p>Rhone-Poulenc Rorer International (Holdings) Inc.</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Rhone-Poulenc Rorer Inc. 3711 Kennett Pike Suite 200 Greenville, Delaware 19807</p> <p>A Delaware Corporation.</p> <p>Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment                      <input checked="" type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement           <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other</p> <p><input type="checkbox"/> Correction of previously recorded document Reel      Frame No.</p>	
<p>Execution Date: December 31, 2001</p>	

<p>4. Application Number(s) or patent number(s):</p> <p>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) 10/240,479</p> <p>B. Patent No.(s)</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>CLARK A. JABLON AKIN GUMP STRAUSS HAUER &amp; FELD LLP One Commerce Square 2005 Market Street, Suite 2200 Philadelphia, PA 19103 Direct Dial: (215) 965-1293 E-mail: cjablon@akingump.com</p>	<p>6. Total number of applications/patents involved: 1</p> <p>7. Total fee (37 CFR 3.41).....\$40</p> <p><input type="checkbox"/> Check enclosed</p> <p><input checked="" type="checkbox"/> Authorization to charge deficient fees or credit any overpayment to Deposit Account.</p> <p>8. Deposit Account Number: 50-1017 (206888.0058)</p>
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DO NOT USE THIS SPACE

<p>9. Statement and signature.</p> <p>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>CLARK A. JABLON</p> <p>Name of Person Signing</p>	<p><i>Clark Jablon</i></p> <p>Signature</p>	<p>Dec. 4, 2003</p> <p>Date</p>
<p>Total number of pages including cover sheet, attachments, and documents: 4</p>		

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# 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 MERGER, WHICH MERGES:

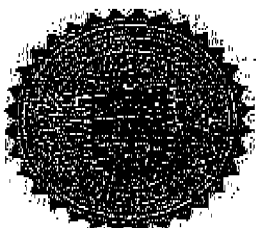
"RHONE-POULENC RORER INTERNATIONAL (HOLDINGS) INC.", A DELAWARE CORPORATION,

"RPR ACQUISITION CORP.", A DELAWARE CORPORATION,

WITH AND INTO "RHONE-POULENC RORER INC." UNDER THE NAME OF "RHONE-POULENC RORER INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001, AT 11:01 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001, AT 6:30 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

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AUTHENTICATION

PATENT

REEL: 014176 FRAME: 0081

DEC-30-2001 21:43

CT CORPORATION

STATE OF DELAWARE  
21 DEC 2001 11:01 AM  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 11:01 AM 12/31/2001  
020000654 - 2531081

**CERTIFICATE OF MERGER**

OF

**RHÔNE-POULENC RORER INTERNATIONAL (HOLDINGS) INC.**

and

**RPR ACQUISITION CORP.**

(each a Delaware corporation)

INTO

**RHÔNE-POULENC RORER INC.**

(a Pennsylvania corporation)

\*\*\*\*\*

The undersigned corporation **DOES HEREBY CERTIFY:**

**FIRST:** That the names and states of Incorporation of each of the constituent corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Rhône-Poulenc Rorer International (Holdings) Inc.	Delaware
RPR Acquisition Corp.	Delaware
Rhône-Poulenc Rorer Inc.	Pennsylvania

**SECOND:** That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

**THIRD:** That the name of the corporation surviving the merger is Rhône-Poulenc Rorer Inc., a Pennsylvania corporation (the "Surviving Corporation").

**FOURTH:** That the Certificate of Incorporation of the Surviving Corporation shall continue in full force and effect as the Certificate of Incorporation of the Surviving Corporation.

**FIFTH:** That an executed Agreement of Merger is on file at an office of the Surviving Corporation, the address of which is 300 Somerset Corporate Blvd., Bridgewater, New Jersey 08807.

**SIXTH:** That a copy of the Agreement of Merger will be furnished, on request and without cost, to any stockholder of any constituent corporation.

**SEVENTH:** That the Surviving Corporation may be served with process in the

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CT CORPORATION

212 315 7985 P.05/13

State of Delaware in any proceeding for enforcement of any obligation of any constituent Delaware corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of Delaware, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 300 Somerset Corporate Blvd., Bridgewater, New Jersey 08807, Attn: General Counsel, North America until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose.

**EIGHTH:** That this Certificate of Merger shall be effective on December 31, 2001 at 6:30 pm.

Dated: December 31, 2001

Rhône-Poulenc Rorer Inc.

By: *Edward H. Stratemeyer*  
Edward H. Stratemeyer,  
Vice President