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6-23-03

FINANCE SECTION

102481570

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

1. Name of Conveying party(ies):
Texas Biotechnology Corporation
Additional name(s) of conveying party(ies) attached? ___ Yes X No

2. Name and address of receiving Party(ies)
Encysive Pharmaceuticals Inc.
6700 West Loop South
4th Floor
Bellaire, Texas 77401
Additional name(s) & address(es) attached? ___ Yes X No

3. Nature of conveyance:
___ Assignment
___ Security Agreement
___ Other
___ Merger
X Change of name

Execution Date: May 16, 2003

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)
6,342,610

Additional numbers attached? ___ Yes X No

5. Name and address of party to whom correspondence concerning document should be mailed:
Stephanie Seidman
HELLER EHRMAN WHITE & McAULIFFE LLP
4350 La Jolla Village Drive
7th Floor
San Diego, California 92122-1246

6. Total number of applications and patents involved: 1
7. Total fee (37 CFR 3.41) \$ 40.00
X Check enclosed
X Authorized to charge any underpayment to deposit account
8. Deposit account Number: 50-1213

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.

Dale L. Rieger
Name of Person Signing
Registration No. 43,045

Dale L. Rieger
Signature

06/19/03
Date

Total number of pages including cover sheet, attachments, and document: 3

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State of Delaware
Secretary of State
Division of Corporations
Delivered 11:23 AM 05/16/2003
FILED 11:23 AM 05/16/2003
SRV 030318866 - 2203958 FILE

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
TEXAS BIOTECHNOLOGY CORPORATION**

Texas Biotechnology Corporation (the "Corporation"), a corporation organized and existing under the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies as follows:

FIRST: That at a meeting of the Board of Directors of the Corporation on March 21, 2003, resolutions were duly adopted setting forth a proposed amendment to the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of the Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that Article **FIRST** of the Certificate of Incorporation of the Corporation, as amended, shall be amended to read as follows:

FIRST: The name of the corporation is Encysive Pharmaceuticals Inc. (hereinafter referred to as the "Corporation").

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a meeting of the stockholders of the Corporation was duly called and held, upon notice in accordance with Section 222 of the DGCL, at which meeting the holders of a majority of the shares of issued and outstanding common stock, par value \$.005 per share, of the Corporation voted in favor of the foregoing amendment.

THIRD: That the foregoing amendment to the Certificate of Incorporation was duly adopted by the stockholders of the Corporation on May 16, 2003 pursuant to the applicable provisions of Section 242 of the DGCL.

IN WITNESS WHEREOF, the undersigned, being the duly authorized Secretary of the Corporation, for the purpose of amending the Certificate of Incorporation of the Corporation pursuant to Section 242 of the DGCL, does make and file this Certificate of Amendment this 16th day of May, 2003.

TEXAS BIOTECHNOLOGY CORPORATION

By: /s/ STEPHEN L. MUELLER
Stephen L. Mueller, Secretary

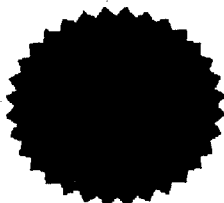
Delaware

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 "TEXAS BIOTECHNOLOGY CORPORATION", CHANGING ITS NAME FROM "TEXAS BIOTECHNOLOGY CORPORATION" TO "ENCYSIVE PHARMACEUTICALS INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF MAY, A.D. 2003, AT 11:23 O'CLOCK A.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

2203958 8100

AUTHENTICATION: 2420915

030318866

DATE: 05-16-03