

FORM PTO-1595 1-31-92	RECORDATION FORM COVER SHEET PATENTS ONLY	U.S. Department of Commerce Patent and Trademark Office Attorney Docket No. 09201.0999-00000 Attorney Customer Number: 22,852
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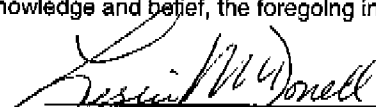
To the Director of the U.S. Patent and Trademark Office: **Mail Stop Assignment Recordation Services**
Please record the attached original documents or copy thereof.

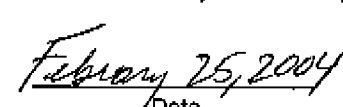
1. Name of conveying parties: Biogen Idec MA, Inc.	2. Name and address of receiving party: Name: Biogen Idec MA Inc.
Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Internal Address:
3. Nature of conveyance:	Street Address: 15 Cambridge Center
<input type="checkbox"/> Assignment <input type="checkbox"/> Merger	City: Cambridge
<input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name	State: MA Zip Code: 02142
<input type="checkbox"/> Other:	Additional names & Addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Execution Date: December 4, 2003	

4. Application numbers: A. Patent Application Numbers: 10/380,703 60/312,185 60/268,499 60/234,140 60/233,152 10/045,574 10/115,192 PCT/US00/27579 60/157,933 60/181,807 60/215,688 10/258,368 PCT/US01/40626 60/199,946 PCT/US01/28006	B. Patent Number(s):
Additional numbers attached?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Leslie A. McDonell, Esq. Internal Address: FINNEGAN, HENDERSON, FARABOW, GARRETT & DUNNER, L.L.P. Street Address: 1300 I Street, N.W. City: Washington, D.C. State: Zip: 20005-3315	6. Total number of applications and registrations involved: FIFTEEN (15) 7. Total fee (37 CFR 3.41): \$600.00 <input type="checkbox"/> Enclosed (Please charge deficiency to deposit account) <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit Account No.: 06-0916
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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.


 Signature


 Date

Leslie A. McDonell
 Reg. No. 34,872

Total number of pages including cover sheet, attachments and documents: **PATENT**



CH \$600.00 060916 10380703

FEDERAL IDENTIFICATION
NO. 04-3002117

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF AMENDMENT
(General Laws, Chapter 156B, Section 72)

Examined



Name
Approved

We, Anne Marie Cook, ~~XXXXX~~ / *Vice President,

and Benjamin S. Harshbarger, ~~XXXX~~ / *Assistant Clerk,

of Biogen Idec MA, Inc.
(Exact name of corporation)

located at 15 Cambridge Center, Cambridge, MA 02142
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

1
(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on December 3, 20 03, by vote of:

1000 shares of Common Stock of 1000 shares outstanding,
(type, class & series, if any)

~~XX~~
~~(XXXXXXXXXXXXXXXX)~~

~~XX~~
~~(entirety as set forth)~~

~~XXXXXX~~ being at least a majority of each type, class or series outstanding and entitled to vote thereon / or ~~XXXXXX~~
~~XX~~ and of each type, class or
series of stock whose rights are adversely affected thereby;

*Delete the inapplicable words. **Delete the inapplicable clause.
† For amendments adopted pursuant to Chapter 156B, Section 70.
‡ For amendments adopted pursuant to Chapter 156B, Section 71.
Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

- C
- P
- M
- R.A.

4

To *change* the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Article 1 of the Articles of Organization of Biogen Idec MA, Inc. is hereby amended to read in its entirety as set forth below:

The exact name of the Corporation is Biogen Idec MA Inc.

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: N/A

SIGNED UNDER THE PENALTIES OF PERJURY, this 3 day of December, 2003,

Anne Marie Cook Anne Marie Cook, ~~President~~ / Vice President,

Benjamin S. Harshbarger Benjamin S. Harshbarger, ~~Assistant Clerk~~ / Assistant Clerk.

*Delete the inapplicable words.

05/01/21274

862477 THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT
(General Laws, Chapter 156B, Section 72)

I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ 1000 having been paid, said articles are deemed to have been filed with me this 4th day of December 20 03.

Effective date: _____

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

SECRETARY OF STATE
RECEIVED
DEC-4 PM 3:19
REGISTRATION DIVISION

TO BE FILLED IN BY CORPORATION
Contact information:

Kevin M. Foley
Biogen Idec Inc.
14 Cambridge Center, Cambridge, MA 02142
Telephone: (617) 679-2716
Email: kevin.foley@biogenidec.com

A copy this filing will be available on-line at www.state.ma.us/sec/cor once the document is filed.