

01-21-2005

ess Mail No. **EV 459 064 656 US**

102922627

Attorney Docket Number
10624-053-999
CAM #700755-999052Mail Stop Assignment Recordation Services
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Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Signal Pharmaceuticals, Inc.

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

3. Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

☒ Other Conversion from "Inc." to "LLC"Execution Date: April 28, 2003 and September 4, 2003

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

Name: Signal Pharmaceuticals, LLCAddress: 4550 Towne Centre Court
San Diego, California 92121

Country (if other than USA): Zip Code:

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. 10/071,390 filed February 7, 2002

B. Patent No.(s)

Additional numbers attached? ☐ Yes ☒ No

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

JONES DAY
222 East 41st Street
New York, New York 10017

6. Number of applications and patents involved:

One7. Total fee (37 CFR 3.41):.....\$ 40.00
Please charge to the deposit account listed in Section 8.

8. Deposit account number:

50-3013

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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.

For: Anthony M. Insogna

By: Michael J. Bruner

Name of Person Signing

35,203

47,458

Reg. No.

Michael J. Bruner, Reg. No. 47,458

Signature

January 14, 2005

Date

Total number of pages including cover sheet:

5

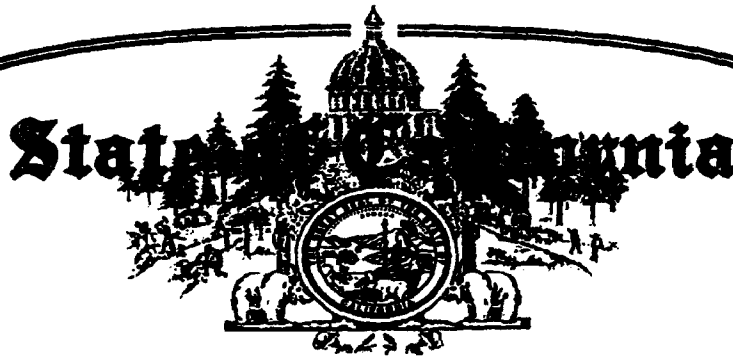
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PATENT
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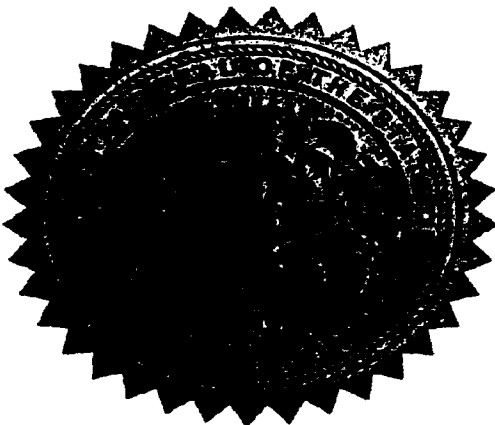
**SECRETARY OF STATE**

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAY - 6 2003



Kevin Shelley
Secretary of State



State of California
Kevin Shelley
Secretary of State

200312210170

File #

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

APR 28 2003

KEVIN SHELLEY
Secretary of State

**LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION - CONVERSION**

IMPORTANT — READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

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CONVERTED ENTITY INFORMATION

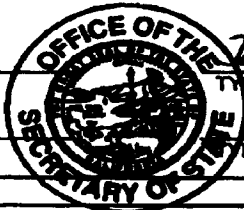
| | | |
|--|---------------------------------|----------------------------------|
| 1. NAME OF LIMITED LIABILITY COMPANY Signal Pharmaceuticals, LLC | | |
| 2. THE PURPOSE OF THE LIMITED LIABILITY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT. | | |
| 3. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (CHECK ONLY ONE) <input type="checkbox"/> ONE MANAGER <input type="checkbox"/> MORE THAN ONE MANAGER <input checked="" type="checkbox"/> SINGLE MEMBER LIMITED LIABILITY COMPANY <input type="checkbox"/> ALL LIMITED LIABILITY COMPANY MEMBERS | | |
| 4. TYPE OF BUSINESS OF THE LIMITED LIABILITY COMPANY (FOR INFORMATIONAL PURPOSES ONLY) Biopharmaceutical | | |
| 5. MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE 4550 Towne Centre Court | CITY AND STATE San Diego, CA | ZIP CODE 92121 |
| 6. CHECK THE APPROPRIATE PROVISION BELOW AND NAME THE AGENT FOR SERVICE OF PROCESS <input checked="" type="checkbox"/> AN INDIVIDUAL RESIDING IN CALIFORNIA. <input type="checkbox"/> A CORPORATION WHICH HAS FILED A CERTIFICATE PURSUANT TO CALIFORNIA CORPORATIONS CODE SECTION 1505. AGENT'S NAME <u>Alan Lewis</u> | | |
| 7. ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA, IF AN INDIVIDUAL 5555 Oberlin Drive | CITY San Diego | STATE CA ZIP CODE 92121 |

CONVERTING ENTITY INFORMATION

| | | |
|---|--------------------------------|---|
| 8. NAME OF CONVERTING ENTITY Signal Pharmaceuticals, Inc. | | |
| 9. FORM OF ENTITY Corporation | 10. JURISDICTION California | 11. CA SECRETARY OF STATE FILE NUMBER, IF ANY C1825592 |
| 12. THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUATED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING: | | |
| NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE 1,000 shares of common stock | | PERCENTAGE VOTE REQUIRED 66.67 |

ADDITIONAL INFORMATION

| | |
|---|---|
| 13. NUMBER OF PAGES ATTACHED, IF ANY: _____ THE ATTACHED PAGES ARE INCORPORATED HEREIN BY THIS REFERENCE. | |
| 14. I DECLARE THAT I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED. | |
| SIGNATURE OF AUTHORIZED PERSON | TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON John W. Jackson, Chief Executive Officer |
| SIGNATURE OF AUTHORIZED PERSON | TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON Robert J. Hugin, Chief Financial Officer |





SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

SEP 12 2003



Kevin Shelley

Secretary of State



State of California
Kevin Shelley
Secretary of State

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

SEP 04 2003

KEVIN SHELLEY
Secretary of State

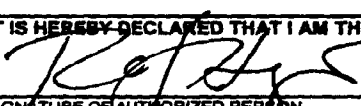
LIMITED LIABILITY COMPANY
CERTIFICATE OF AMENDMENT

A \$30.00 filing fee must accompany this form.

IMPORTANT - Read instructions before completing this form.

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| 1. SECRETARY OF STATE FILE NUMBER 200312210170 | 2. NAME OF LIMITED LIABILITY COMPANY Signal Pharmaceuticals, LLC |
| 3. COMPLETE ONLY THE SECTIONS WHERE INFORMATION IS BEING CHANGED. ADDITIONAL PAGES MAY BE ATTACHED IF NECESSARY. A. LIMITED LIABILITY COMPANY NAME (END THE NAME WITH THE WORDS "LIMITED LIABILITY COMPANY," "LTD. LIABILITY CO." OR THE ABBREVIATIONS "LLC" OR "L.L.C.") B. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (CHECK ONE): <input type="checkbox"/> ONE MANAGER <input checked="" type="checkbox"/> MORE THAN ONE MANAGER <input type="checkbox"/> ALL LIMITED LIABILITY COMPANY MEMBER(S) C. AMENDMENT TO TEXT OF THE ARTICLES OF ORGANIZATION: D. OTHER MATTERS TO BE INCLUDED IN THIS CERTIFICATE MAY BE SET FORTH ON SEPARATE ATTACHED PAGES AND ARE MADE A PART OF THIS CERTIFICATE. OTHER MATTERS MAY INCLUDE A CHANGE IN THE LATEST DATE ON WHICH THE LIMITED LIABILITY COMPANY IS TO DISSOLVE OR ANY CHANGE IN THE EVENTS THAT WILL CAUSE THE DISSOLUTION. | |

| | | | |
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| 4. FUTURE EFFECTIVE DATE, IF ANY: | MONTH | DAY | YEAR |
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| | |
|---------------|------------------------------------|
| 7. RETURN TO: | |
| NAME | Andrew Eitington |
| FIRM | Proskauer Rose LLP |
| ADDRESS | 2049 Century Park East, Suite 3200 |
| CITY/STATE | Los Angeles, California |
| ZIP CODE | 90067 |

