

**PATENT ASSIGNMENT**

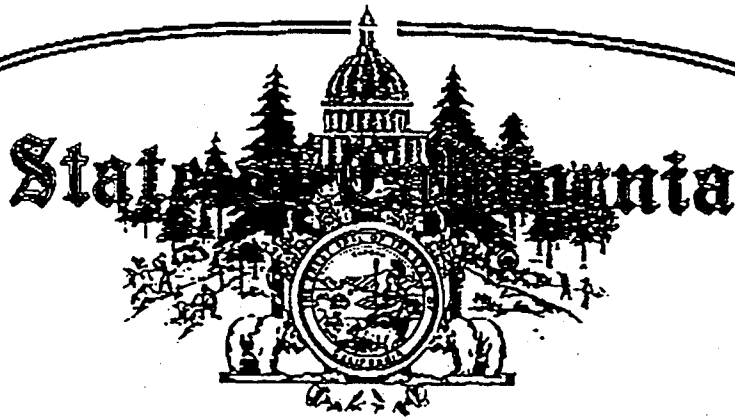
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
CONVEYING PARTY DATA	
Name	Execution Date
UroGenesys, Inc.	06/13/2001
RECEIVING PARTY DATA	
Name:	Agensys, Inc.
Street Address:	1545 17th Street
City:	Santa Monica
State/Country:	CALIFORNIA
Postal Code:	90404
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	10898615
CORRESPONDENCE DATA	
Fax Number:	(858)720-5125
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(858) 720-7940
Email:	gly1@mofo.com
Correspondent Name:	James J. Mullen III, Ph.D.
Address Line 1:	Morrison & Foerster LLP
Address Line 2:	12531 High Bluff Drive, Suite 100
Address Line 4:	San Diego, CALIFORNIA 92130
ATTORNEY DOCKET NUMBER:	511582002011
NAME OF SUBMITTER:	James J. Mullen III, Ph.D.

CH \$40.00 10898615

Total Attachments: 4  
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**SECRETARY OF STATE**

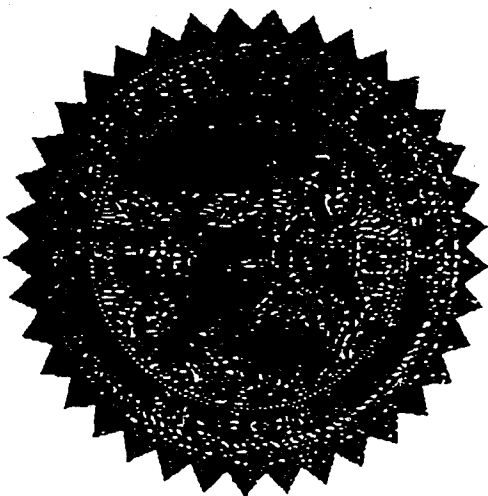
I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 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

JUN 23 2001

Secretary of State



CERTIFICATE OF AMENDMENT  
OF  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
UROGENESYS, INC.

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

JUN 14 2001

BILL JONES, Secretary of State

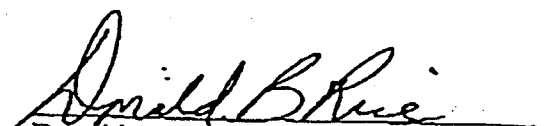
The undersigned certify that:

1. They are the President and the Secretary, respectively, of UroGenesys, Inc., a California corporation.
2. Article One of the Amended and Restated Articles of Incorporation of this corporation is amended and restated in its entirety to read as follows:  
  
"The name of the Corporation is Agensys, Inc. (the "Corporation")."
3. The Board of Directors has duly approved the foregoing amendment of Amended and Restated Articles of Incorporation.
4. The foregoing amendment of Amended and Restated Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the-

corporation is 4,718,513 shares of Common Stock, 4,030,000 shares of Series A Preferred Stock and 4,520,000 shares of Series B Preferred Stock. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required more than fifty percent (50%) of the outstanding shares of the Corporation.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: June 13<sup>th</sup>, 2001

  
Donald B. Rice, President

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Alan C. Mendelson, Secretary

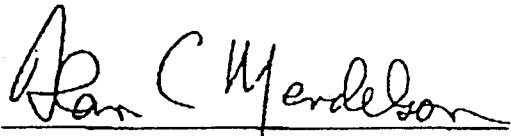


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Date: June 13<sup>th</sup>, 2001

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Donald B. Rice, President

  
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Alan C. Mendelson, Secretary