Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:			NEW ASSIGNMENT		
NATURE OF CONVEYANCE:			CHANGE OF NAME		
CONVEYING PARTY DATA					
N			Name Execution Date		
PROTEIN DESIGN LABS, INC. 01/09/2006					J
RECEIVING PARTY DATA					
Name:	PDL BIOPHARMA, INC.				
Street Address:	34801 Campus Drive				
City:	Fremont				
State/Country:	CALIFORNIA				
Postal Code:	94555				
PROPERTY NUMBERS Total: 1					
Property Type			Number		
Application Number:		10741	1657		
CORRESPONDENCE DATA					
Fax Number: (510)574-1473					
Fax Number: (510)574-1473 Correspondence will be sent via US Mail when the fax attempt is unsuccessful. Phone: 510.574.1400					
Phone:510.574.1400Email:tami.haskins@pdl.com					v ,
Email: tami.haskins@pdl.com Correspondent Name: PDL BioPharma, Inc.					
Address Line 1: 34801 Campus Drive					
Address Line 2:					
Address Line 4: Fremont, CALIFORNIA 94555					
ATTORNEY DOCKET NUMBER:			160USUT01		
NAME OF SUBMITTER:			Tami Haskins		
Total Attachments: 2 source=Name Change Cert - PDL BioPharma#page1.tif source=Name Change Cert - PDL BioPharma#page2.tif					



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 "PROTEIN DESIGN LABS, INC.", CHANGING ITS NAME FROM "PROTEIN DESIGN LABS, INC." TO "PDL BIOPHARMA, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF JANUARY, A.D. 2006, AT 8:58 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



2097107 8100 060018015 Varriet Smith Windson

Harriet Smith Windsor, Secretary of State AUTHENTICATION: 4431946

DATE: 01-09-06

PATENT REEL: 017482 FRAME: 0828 State of Delaware Secretary of State Division of Corporations Delivered 08:55 AM 01/09/2006 FILED 08:58 AM 01/09/2006 SRV 060018015 - 2097107 FILE

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION OF PROTEIN DESIGN LABS, INC.

Protein Design Labs, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), hereby certifies as follows:

1. Article FIRST of the Corporation's Restated Certificate of Incorporation (the "Certificate of Incorporation") is hereby amended and restated in its entirety to read as follows:

"FIRST: The name of the Corporation is PDL BioPharma, Inc. (hereinafter sometimes referred to as the "Corporation")."

2. The foregoing amendment of the Certificate of Incorporation has been duly adopted by the Corporation's Board of Directors and stockholders in accordance with the provisions of Sections 242 and 222 of the General Corporation Law of the State of Delaware.

4. This amendment to the Corporation's Certificate of Incorporation shall be effective on and as of the date of filing of this Certificate of Amendment with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, Protein Design Labs, Inc. has caused this Certificate of Amendment to be signed by Mark McDade, Chief Executive Officer, this 9th day of January, 2006.

PROTEIN DESIGN LABS, INC.

Mark McDade

Chief Executive Officer

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> PATENT REEL: 017482 FRAME: 0829

RECORDED: 04/17/2006