


Client Code: VAX.008CP1/DV16

**RECORDATION FORM COVER SHEET
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To the Director, U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): (List using letters or numbers for multiple parties)</p> <p>Mpex Pharmaceuticals, Inc.</p> <p>Additional name(s) of conveying party(ies) attached?</p> <p>() Yes (X) No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: Vaxiion Therapeutics, Inc.</p> <p>Internal Address: Suite A</p> <p>Street Address: 6335 Ferris Square</p> <p>City: San Diego State: California</p> <p>ZIP: 92121-3249</p> <p>Additional name(s) of receiving party(ies) attached?</p> <p>() Yes (X) No</p>
<p>3. Nature of conveyance:</p> <p>() Assignment () Security Agreement</p> <p>() Merger (X) Change of Name</p> <p>() Other:</p> <p>Execution Date: (List as in section 1 if multiple signatures)</p> <p>January 31, 2005</p>	<p>4. (X) Patent Application No.: 10/832,000 Filing Date: April 26, 2004</p> <p>(X) Patent Application No.: 10/156,902 Filing Date: May 28, 2002</p> <p>Additional numbers attached?</p> <p>() Yes (X) No</p>
<p>5. Party to whom correspondence concerning document should be mailed:</p> <p>Customer No. 20,995</p> <p>Address: Knobbe, Martens, Olson & Bear, LLP 2040 Main Street, 14th Floor Irvine, CA 92614</p> <p>Return Fax: (949) 760-9502</p> <p>Attorney's Docket No.: VAX.008CP1/DV16</p>	<p>6. Total number of applications and patents involved: 2</p>
<p>7. Total fee (37 CFR 1.21(h)): \$80</p> <p>(X) Authorized to be charged to deposit account</p>	<p>8. Deposit account number: 11-1410</p> <p>Please charge this account for any additional fees which may be required, or credit any overpayment to this account.</p>
<p>9. Statement and signature.</p> <p>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.</p> <p><u>Ned A. Israelsen</u> Name of Person Signing</p> <p>29,655 Registration No.</p> <p> Signature</p> <p>May 18, 2006 Date</p> <p>Total number of pages including cover sheet, attachments and document: 3</p>	

Documents transmitted via Facsimile to be recorded with required cover sheet information to:

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

MAY 10 2005

**CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
MPEX PHARMACEUTICALS, INC.
a California corporation**

The undersigned hereby certify that:

1. They are the duly elected and acting President and Secretary, respectively, of Mpex Pharmaceuticals, Inc., a California corporation (the "Company").
2. Article I of the Company's Amended and Restated Articles of Incorporation, as amended, is hereby amended and replaced in its entirety to read as follows:

The name of this corporation is Vaxiion Therapeutics Inc.
3. The foregoing amendment of the Amended and Restated Articles of Incorporation, as amended, has been duly approved by the board of directors of the Company.
4. The foregoing amendment was approved by the holders of the requisite number of shares of the Company in accordance with Section 902 of the California Corporations Code and the Amended and Restated Articles of Incorporation of the Company. The total number of outstanding shares of each class entitled to vote with respect to the foregoing amendment was 3,323,042 shares of Common Stock and 4,000,000 shares of Series A Preferred Stock. The number of shares voting in favor of the foregoing amendment equaled or exceeded the vote required, such required vote being (i) a majority of the outstanding shares of Series A Preferred Stock, voting as a separate class and (ii) a majority of the outstanding shares of Common Stock and Series A Preferred Stock, voting together on an as-converted basis and as if a single class.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment of the Amended and Restated Articles of Incorporation on January 31, 2005 and declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate of Amendment are true and correct to their knowledge.



William Gerhart, President

Scott Pancoast, Secretary

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