

Atty Ref/Docket No.: 1195.342US1

Patent and Trademark Office



103246056

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Atrix Laboratories, Inc.

Additional name(s) of conveying party(ies) attached?

[] Yes [X] No

3. Nature of conveyance:

[] Assignment

[X] Merger

[] Security Agreement [] Change of Name

[] Other

Execution Date: November 19, 2004

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

Name: QLT USA, INC.

Street Address: 2579 Midpoint Drive

City: Fort Collins State: CO Zip: 80525-4417

Additional name(s) & address(es) attached? [] Yes [X] 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.(s)

B. Patent No.(s)

5,863,560

Additional numbers attached? [] Yes [X] No

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

Name: Albin J. Nelson

Address:

Schwegman, Lundberg, Woessner & Kluth, P.A.
P.O. Box 2938
Minneapolis, MN 554026. Total number of applications and patents involved: 17. Total fee (37 CFR 3.41): \$ 40.00

[X] Enclosed

[] Authorized to be charged to deposit account

8. Please charge any additional fees or credit any over payments to our Deposit account number: 19-0743

DO NOT USE THIS SPACE

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.

Albin J. Nelson/Reg. No. 28,650

Name of Person Signing

05/25/2006 DBYRNE 00000203 190743 5863560

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(40.00 DA)

Signature

Date

Total number of pages including cover sheet: 3

Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services
Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

PATENT

REEL: 017897 FRAME: 0625

CERTIFICATE OF MERGER
OF
ATRIX LABORATORIES, INC.
INTO
ASPEN ACQUISITION II CORP.

The undersigned corporations, organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DO HEREBY CERTIFY:

FIRST: That the names and state of incorporation of each of the constituent corporations to the merger (the "Merger") are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Atrix Laboratories, Inc.	Delaware
Aspen Acquisition II Corp.	Delaware

SECOND: That an Agreement and Plan of Merger, dated as of November 19, 2004 (the "Merger Agreement"), by and between Aspen Acquisition II Corp., a Delaware corporation, and Atrix Laboratories, Inc., a Delaware corporation, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation for the merger is Aspen Acquisition II Corp., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of Aspen Acquisition II Corp. as in effect immediately prior to the Merger shall be the Certificate of Incorporation of the surviving corporation, except that Section 1 thereof shall be amended to read as follows: "The name of the corporation is QLT USA, Inc."

FIFTH: That the executed Merger Agreement is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 2579 Midpoint Drive, Fort Collins, CO, 80525.

SIXTH: That an executed copy of the Merger Agreement will be furnished on request and without cost to any stockholder of Aspen Acquisition II Corp. or Atrix Laboratories, Inc.

SEVENTH: That the Merger shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

(signature page follows)

IN WITNESS WHEREOF, the undersigned, for the purposes of effectuating the Merger of the constituent corporations, have caused this Certificate of Merger to be duly executed.

Dated: November 19, 2004

Atrix Laboratories, Inc.

By: Michael H. Duncan
Name: Michael Duncan
Title: President

Aspen Acquisition II Corp.

By: Michael H. Duncan
Name: Michael Duncan
Title: President

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PATENT
REEL: 017897 FRAME: 0628

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: David W. Osborne

Title: Compositions And Methods For Topical Application Of Therapeutic Agents

Docket No.: 1195.342US1

Serial No.: 08/712,454

Filed: September 11, 1996

Group Art Unit:

Examiner: Unknown

Confirmation No.:

Customer No.: 21186

Attn: Mail Stop Assignment Recordation Services

Commissioner for Patents

P.O. Box 1450

Alexandria, VA 22313-1450

We are transmitting herewith the attached:

☒ An Assignment of the invention to QLT USA, INC. (3 pgs.) and Recordation Form Cover Sheet (1 pg.).

☒ Authorization to charge to Deposit Account No. 19-0743 in the amount of \$40.00 to cover the Assignment Recording Fee for QLT USA, INC.

☒ A return postcard.

☒ Other: ____.

Please charge any additional required fees or credit overpayment to Deposit Account No. 19-0743.

SCHWEGMAN, LUNDBERG, WOESSNER & KLUTH, P.A.

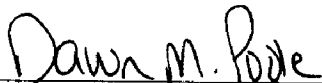
Customer No: 21186

By: 

Name: Albin J. Nelson

Reg. No. 28,650

CERTIFICATE UNDER 37 CFR 1.8: The undersigned hereby certifies that this correspondence is being deposited with the United States Postal Service with sufficient postage as first class mail, in an envelope addressed to: Attn: Mail Stop Assignment Recordation Services, Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450, on this 22nd day of May, 2006.



Name



Signature

PATENT

RECORDED: 05/24/2006

REEL: 017897 FRAME: 0629