

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
Variagenics, Inc.	01/31/2003
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Nuvelo, Inc.
<b>Street Address:</b>	201 Industrial Rd., Ste. 310
<b>City:</b>	San Carlos
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94070
<b>PROPERTY NUMBERS Total: 1</b>	
<b>Property Type</b>	<b>Number</b>
<b>Patent Number:</b>	6379896
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(650)517-8003
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
<b>Phone:</b>	650-517-8429
<b>Email:</b>	msweezey@nuvelo.com
<b>Correspondent Name:</b>	Melissa Sweezey
<b>Address Line 1:</b>	201 Industrial Rd., Ste. 310
<b>Address Line 4:</b>	San Carlos, CALIFORNIA 94070
<b>ATTORNEY DOCKET NUMBER:</b>	50038/020002
<b>NAME OF SUBMITTER:</b>	Melissa Kay Sweezey
<b>Total Attachments: 5</b> source=Certificate of Ownership#page1.tif source=Certificate of Ownership#page2.tif source=Certificate of Ownership#page3.tif source=Certificate of Ownership#page4.tif source=Certificate of Ownership#page5.tif	

**CH \$40.00 6379896**

**PATENT**

# Delaware

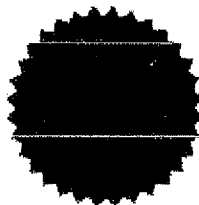
PAGE 1

*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 OWNERSHIP, WHICH MERGES:

"VARIAGENICS, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "HYSEQ, INC." UNDER THE NAME OF "NUVELO,  
INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF  
THE STATE OF NEVADA, AS RECEIVED AND FILED IN THIS OFFICE THE  
THIRTY-FIRST DAY OF JANUARY, A.D. 2003, AT 12 O'CLOCK P.M.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2236196

030065718

DATE: 01-31-03

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 12:00 PM 01/31/2003  
030055718 - 2318054

**CERTIFICATE OF OWNERSHIP AND MERGER  
OF  
VARIAGENICS, INC.  
(a Delaware corporation)  
WITH AND INTO  
HYSEQ, INC.  
(a Nevada corporation)**

**UNDER SECTION 253 OF THE GENERAL  
CORPORATION LAW OF THE STATE OF DELAWARE**

Pursuant to Section 253 of the General Corporation Law of the State of Delaware, Hyseq, Inc., a Nevada corporation (the "Corporation"), hereby certifies the following information relating to the merger of Variagenics, Inc., a Delaware corporation ("Variagenics"), with and into the Corporation (the "Merger"):

1. The Corporation is the owner of 100% of the outstanding shares of capital stock of Variagenics.
2. At and as of the effective time of the Merger, the name of the Corporation shall be "Nuvelo, Inc."
3. The Board of Directors of the Corporation has determined to merge Variagenics with and into the Corporation, with the Corporation remaining as the surviving corporation pursuant to Section 253 of the Delaware General Corporation Law and Section 92A.180 of Chapter 92A of the Nevada Revised Statutes, and has adopted the following recitals and resolutions as of January 28, 2003:

**WHEREAS**, immediately following consummation of the Merger pursuant to the Merger Agreement, dated November 9, 2002, amongst the Corporation, Variagenics and Merger Sub, Variagenics will be a wholly-owned subsidiary of the Corporation;

**WHEREAS**, there has been submitted to and considered by the Board an Agreement and Plan of Merger (the "Upstream Merger Agreement"), by and between the Corporation and Variagenics, pursuant to which, among other things, Variagenics will merge with and into the Corporation, with the Corporation continuing as the surviving corporation pursuant to the provisions of Section 253 of the Delaware General Corporation Law and Section 92A.180 of Chapter 92A of the Nevada Revised Statutes (the "Upstream Merger");

**WHEREAS**, there has been submitted to and considered by the Board a Certificate of Ownership and Merger (the "Certificate of Ownership") in substantially the form attached hereto as Exhibit A for filing with the Secretary of State of the State of Delaware and Articles of Merger (the "Articles of Merger")

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in substantially the form attached hereto as Exhibit B for filing with the Secretary of State of the State of Nevada, each merging Variagenics with and into the Corporation; and

**WHEREAS**, the Board has determined it is in the best interests of the Corporation and its stockholders to change the name of the Corporation at and as of the effective time of the Upstream Merger to "Nuvelo, Inc.";

**NOW, THEREFORE, BE IT RESOLVED**, that the Board hereby authorizes and approves the Upstream Merger Agreement, the Upstream Merger and the filing of the Certificate of Ownership with the Delaware Secretary of State and the Articles of Merger with the Nevada Secretary of State;

**RESOLVED FURTHER**, that the Board declares the Upstream Merger advisable (within the meaning of Section 253 of the Delaware General Corporation Law and Section 92A.180 of Chapter 92A of the Nevada Revised Statutes) for, and in the best interests of, the Corporation and its stockholders;

**RESOLVED FURTHER**, that the name of the Corporation shall be changed at and as of the effective time of the Upstream Merger to "Nuvelo, Inc.";

**RESOLVED FURTHER**, that the Board deems it advisable and in the best interests of the Corporation that the Corporation change its Nasdaq ticker symbol to the symbol "NUVO" or another similar symbol;

**RESOLVED FURTHER**, that the form of the Certificate of Ownership and Articles of Merger presented to the Board, with such changes thereof or additions or amendments thereto as any Authorized Officer of the Corporation shall determine to be necessary, appropriate or desirable, be and hereby are, approved and that the Authorized Officers of the Corporation be, and each of them hereby is, authorized, empowered and directed on behalf of and by the Corporation and in its name to execute, deliver and cause the Corporation to carry out the provisions of, and perform its obligations under, the Certificate of Ownership and the Articles of Merger, in substantially the form presented to the Board, with such changes therein or additions or amendments thereto as the Authorized Officer executing and delivering the Certificate of Ownership and the Articles of Merger shall determine to be necessary, appropriate or desirable, such determination to be conclusively evidenced by the execution and delivery of the Certificate of Ownership and the Articles of Merger;

**RESOLVED FURTHER**, that the Corporation does hereby agree that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Variagenics, as well as for enforcement of any obligation of the Corporation arising from the Upstream Merger; does hereby irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such proceeding; and does hereby specify the

following address without the State of Delaware to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware: 670 Almanor Avenue, Sunnyvale, California 94085, Attention: General Counsel.

*General Resolutions*

**FURTHER RESOLVED**, that the Authorized Officers of the Corporation, or any one of them, be, and each hereby is, authorized, empowered and directed to prepare, execute and deliver such agreements, amendments and other documents, to make such filings, to seek necessary approvals, including governmental consents and contract consents, to pay such fees and expenses, to consult with such counsel and other advisers, and to take or cause to be taken all such actions as may be necessary, appropriate or desirable in order to carry out the purpose of each of the foregoing resolutions and the intent thereof, including all things incidental thereto, and that any such action or execution taken prior to the date hereof be and hereby is ratified; and

**RESOLVED FURTHER**, that for purposes of these resolutions, "Authorized Officers" shall mean the Chief Executive Officer, Chief Financial Officer, General Counsel or any Executive Vice President of the Corporation.

IN WITNESS WHEREOF, HYSEQ, INC. has caused this Certificate of Ownership and Merger to be executed on this 31st day of January, 2003.

**HYSEQ, INC.,**  
a Nevada corporation

By: /s/ Ted. W. Love

Name: Ted W. Love

Title: President and Chief Executive Officer