

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/31/2007
CONVEYING PARTY DATA	
Name	Execution Date
Advanced Inhalation Research, Inc.	03/26/2007
RECEIVING PARTY DATA	
Name:	Alkermes, Inc.
Street Address:	88 Sidney Street
City:	Cambridge
State/Country:	MASSACHUSETTS
Postal Code:	02139-4136
PROPERTY NUMBERS Total: 14	
Property Type	Number
Application Number:	09642666
Application Number:	09835302
Application Number:	10052632
Application Number:	10101563
Application Number:	10123319
Application Number:	10268059
Application Number:	10304058
Application Number:	10391199
Application Number:	10771447
Application Number:	10771551
Application Number:	10782965
Application Number:	11255879
Application Number:	11512197
Application Number:	11592987

PATENT

500320759

REEL: 019606 FRAME: 0187

CH \$560.00 09642666

CORRESPONDENCE DATA

Fax Number: (202)778-5711

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 202.662.5711

Email: cgwiazda@cov.com

Correspondent Name: Covington & Burling

Address Line 1: 1201 Pennsylvania Avenue, NW

Address Line 2: ATTN: Patent Docketing

Address Line 4: Washington, DISTRICT OF COLUMBIA 20004-2401

ATTORNEY DOCKET NUMBER:

000166.00001

NAME OF SUBMITTER:

Cathy Gwiazda

Total Attachments: 13

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COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
206 NORTH OFFICE BUILDING
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.STATE.PA.US/CORP

ALKERMES, INC.

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE CORPORATION BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT WWW.CORPORATIONS.STATE.PA.US/CORP OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER: 968281

CT CORPORATION SYSTEM
100 Pine Street, Suite 325
Harrisburg, PA 17101

PATENT
REEL: 019606 FRAME: 0189

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Articles/Certificate of Merger

(15 Pa.C.S.)

- ☒ Domestic Business Corporation (§ 1926)
☐ Domestic Nonprofit Corporation (§ 5926)
☐ Limited Partnership (§ 8547)

City **CT-COUNTER** State **CT**

Document will be returned to the
name and address you enter to
the left.

Commonwealth of Pennsylvania
ARTICLES OF MERGER-BUSINESS 8 Page(s)



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Fee: \$150 plus \$40 additional for each
Party in additional to two

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:
Alkermes, Inc.

2. Check and complete one of the following:

☒ The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider
c/o C T Corporation System

County
Philadelphia

☐ The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider
c/o

County

☐ The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street City State Zip

PA025 - 01/04/2006 C T System Online

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3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business/nonprofit corporation/limited partnership and qualified foreign business/nonprofit corporation/limited partnership which is a party to the plan of merger are as follows:

Name	Registered Office Address	Commercial Registered Office Provider	County
Advanced Inhalation Research, Inc.		c/o CT Corporation System	Philadelphia

4. Check, and if appropriate complete, one of the following:

☐ The plan of merger shall be effective upon filing these Articles/Certificate of Merger in the Department of State.

☒ The plan of merger shall be effective on: March 31, 2007 at 11:59 p.m. EDT.
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation/limited partnership is as follows:

Name	Manner of Adoption
Alkermes, Inc.	Adopted by action of the board of directors of the parent corporation pursuant to 15 Pa.C.S. § 1924(b)(3).

6. *Strike out this paragraph if no foreign corporation/limited partnership is a party to the merger.*

The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated/organized.

7. Check, and if appropriate complete, one of the following:

☒ The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

☐ Pursuant to 15 Pa.C.S. § 1901/§ 8547(b) (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative provisions of the Articles of Incorporation/Certificate of Limited Partnership of the surviving corporation/limited partnership as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation/limited partnership, the address of which is.

Number and street	City	State	Zip	County

IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these Articles/Certificate of Merger to be signed by a duly authorized officer thereof this

26th day of March
2007.

Alkermes, Inc.

Name of Corporation/Limited Partnership

James M. Fox

Signature

Vice President

Title

Advanced Inhalation Research, Inc.

Name of Corporation/Limited Partnership

James M. Fox

Signature

Vice President and Treasurer

Title

EXHIBIT A

PLAN OF MERGER

PLAN OF MERGER, dated as of the 26th day of March 2007, between Advanced Inhalation Research, Inc., a corporation organized under the laws of the State of Delaware ("AIR"), and Alkermes, Inc., a corporation organized under the laws of the Commonwealth of Pennsylvania ("ALKS"). The two corporations are hereinafter sometimes called the "Constituent Corporations." AIR is hereinafter also sometimes referred to as the "Merged Corporation" and ALKS is hereinafter also sometimes referred to as the "Surviving Corporation."

WITNESSETH

WHEREAS, the Constituent Corporations deem it advisable and generally to the welfare of the Constituent Corporations that AIR be merged with and into ALKS under the terms and conditions hereinafter set forth, such merger to be effected pursuant to the statutes of the Commonwealth of Pennsylvania in a transaction qualifying as a liquidation within the meaning of Section 332 of the Internal Revenue Code of 1986, as amended; and

WHEREAS, AIR, by its Certificate of Incorporation, has authorized capital of one hundred (100) shares of Common Stock, all of which are now issued and outstanding and held of record by ALKS, and all of which will be canceled on the effective date of the merger; and

WHEREAS, the registered office of AIR and ALKS in the Commonwealth of Pennsylvania is located at c/o CT Corporation System, 1515 Market St., Philadelphia, PA 19102; and

WHEREAS, the principal office of AIR and ALKS is located at 88 Sidney Street, Cambridge, MA 02139;

NOW, THEREFORE, the Constituent Corporations, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe the terms and conditions of such merger and mode of carrying the same into effect as follows:

FIRST: AIR shall be and hereby is merged into ALKS, and ALKS shall be the Surviving Corporation (the "Merger"). On the effective date of the Merger the separate existence of AIR shall cease in accordance with applicable law.

SECOND: The Articles of Incorporation of ALKS, as in effect on the effective date of the Merger, shall continue in full force and effect as the Articles of Incorporation of the Surviving Corporation until the same shall be altered, amended or repealed as provided therein or in accordance with applicable law.

THIRD: The effect of the Merger on the capital stock of the Merged Corporation and the Surviving Corporation shall be as follows:

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(a) The issued and outstanding shares of capital stock of the Merged Corporation shall not be converted in any manner, but each share that is issued and outstanding as of the effective date of the Merger shall be surrendered and extinguished.

(b) After the effective date of the Merger, each holder of a certificate or certificates which represented shares of Common Stock of the Merged Corporation shall cease to have any rights as a stockholder of the Merged Corporation, except as such are expressly reserved to such stockholder by statute, and shall surrender such certificate or certificates to the Surviving Corporation. Certificates representing shares of the capital stock of the Merged Corporation will be treated by the Surviving Corporation as null and void for all corporate purposes and will be deemed canceled.

FOURTH: The terms and conditions of the Merger are as follows:

(a) The By-laws of ALKS as they exist on the effective date of the Merger shall be the By-laws of the Surviving Corporation until the same shall be altered, amended and repealed as therein provided or in accordance with law.

(b) At and after the effective date of the Merger, the directors and officers of ALKS shall continue in office as the directors and officers of the Surviving Corporation until their successors shall have been elected and qualified.

(c) At and after the effective date of the Merger, the Surviving Corporation shall succeed to and possess, without further act or deed, all the rights, privileges, obligations, contracts, agreements, leases, instruments, powers and franchises, both public and private, and all of the property, real, personal and mixed, of each of the Constituent Corporations; all debts due to either of the Constituent Corporations on whatever account, including for stock subscriptions, shall be vested in the Surviving Corporation; all claims, demands, property, contracts, agreements, rights, privileges, powers and franchises and every other interest of either of the Constituent Corporations shall be as effectively the property of the Surviving Corporation as they were of either of the respective Constituent Corporations; the title to any real estate vested by deed or otherwise in either of the Constituent Corporations shall not revert or be in any way impaired by reason of the Merger, but shall be vested in the Surviving Corporation; all rights of creditors and all liens upon any property of either of the Constituent Corporations shall be preserved unimpaired; all debts, liabilities and duties of the respective Constituent Corporations shall attach to the Surviving Corporation and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it; and the Surviving Corporation shall indemnify and hold harmless the officers and directors of each of the Constituent Corporations against all such debts, liabilities and duties and against all claims and demands arising out of the Merger.

(d) As and when requested by the Surviving Corporation or by its successors or assigns, the Merged Corporation, its officers and directors, will execute and deliver or cause to be executed and delivered all such deeds and instruments, and will take or cause to be taken all such further action as the Surviving Corporation may deem necessary or desirable in order to vest

in and confirm to the Surviving Corporation title to and possession of any property of the Merged Corporation acquired by the Surviving Corporation by reason or as a result of the Merger and otherwise to carry out the intent and purposes of the Merger, and the officers and directors of the Merged Corporation and the officers and directors of the Surviving Corporation are fully authorized in the name of the Merged Corporation or otherwise to take any and all such action.

(e) The Merger shall take effect at 11:59 p.m. on March 31, 2007 (the "effective date").

(f) This Plan of Merger may be terminated or abandoned by written action of the Board of Directors of ALKS at any time prior to the effective date of the Merger for any reason or for no reason. In the event of such termination or abandonment, this Plan of Merger shall become wholly void and of no effect and there shall be no further liability or obligation hereunder on the part of either Constituent Corporation or of the Board of Directors or stockholders of either Constituent Corporation.

(g) This Plan of Merger constitutes a Plan of Liquidation under the Internal Revenue Code, Section 332, as well as a Plan of Merger, to be carried out in the manner, on the terms and subject to the conditions herein set forth.

(h) All corporate acts, plans, policies, approvals and authorizations of AIR, its stockholders, Board of Directors, committees elected or appointed by the Board of Directors, officers and agents, that were valid and effective immediately prior to the effective date of the Merger, shall be taken for all purposes as the acts, plans, policies, approvals and authorizations of the Surviving Corporation, and shall be effective and binding thereon as they were on AIR, and all actions whether or not formally adopted, approved and ratified shall be effective and binding on the Surviving Corporation as if such actions were formally adopted, approved and ratified. The employees of AIR shall become the employees of the Surviving Corporation and continue to be entitled to the same rights and benefits they enjoyed as employees of AIR.

(i) From the effective date of the Merger, the officers and directors of the Surviving Corporation are hereby authorized, in the name of the corporations that were the Constituent Corporations, to execute, acknowledge and deliver all instruments and do all things as may be necessary or desirable to vest in the Surviving Corporation any property or rights of either of the Constituent Corporations or to carry out the purposes of this Plan of Merger.

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IN WITNESS WHEREOF, the parties to this Plan of Merger, pursuant to the approval and authority duly given by resolutions adopted by the Board of Directors of Alkermes, Inc. pursuant to 15 Pa.C.S. §1924(b)(3), have caused this Plan of Merger to be executed by the undersigned officer of each party.

ALKERMES, INC.

By: James M. Frates
Name: JAMES M. Frates
Title: VP

ADVANCED INHALATION RESEARCH, INC.

By: James M. Frates
Name: JAMES M. Frates
Title: VP

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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:

"ADVANCED INHALATION RESEARCH, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ALKERMES, INC." UNDER THE NAME OF "ALKERMES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF MARCH, A.D. 2007, AT 6:42 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2007, AT 11:59 O'CLOCK P.M.

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

4324710 8100M

070368866



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5546774

DATE: 03-28-07

PATENT
REEL: 019606 FRAME: 0197

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:25 PM 03/27/2007
FILED 06:42 PM 03/27/2007
SRV 070368866 - 2740357 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

ADVANCED INHALATION RESEARCH, INC.
a Delaware corporation

WITH AND INTO

ALKERMES, INC.
a Pennsylvania corporation

Pursuant to Sections 103 and 253 of the
General Corporation Law of the State of Delaware

The undersigned, being a duly authorized officer of Alkermes, Inc., a Pennsylvania corporation (the "Corporation"), does hereby certify, pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"), to the following facts relating to the merger of Advanced Inhalation Research, Inc. (the "Subsidiary"), a Delaware corporation, with and into the Corporation, with the Corporation remaining as the surviving corporation in the merger:

1. The Corporation was incorporated on July 13, 1987 pursuant to and in accordance with the Business Corporation Law of the Commonwealth of Pennsylvania (the "BCL").
2. The Corporation is the owner of all of the issued and outstanding shares of capital stock of the Subsidiary, a corporation incorporated on May 7, 1997 pursuant to and in accordance with the DGCL.
3. At a meeting held on February 27, 2007, the Board of Directors of the Corporation duly adopted resolutions authorizing the merger of the Subsidiary into the Corporation (the "Merger"), pursuant to Section 253 of the DGCL and the applicable provisions of the BCL. A true copy of such resolutions is annexed hereto as Exhibit A. Such resolutions have not been modified or rescinded and are in full force and effect on the date hereof.
4. The Corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the Subsidiary, as well as for enforcement of any obligation of the Corporation arising from the Merger, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the Corporation at 88 Sidney St., Cambridge, MA 02139.
5. The Merger shall become effective at 11:59 p.m. Eastern Daylight Time on March 31, 2007.

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IN WITNESS WHEREOF, the undersigned has caused this Certificate of Ownership and Merger to be duly executed and delivered on behalf of the Corporation this 26th day of March 2007.

ALKERMES, INC.,
a Pennsylvania corporation

By: James M. Franks
Name: JAMES M. FRANKS
Title: Vice President.

EXHIBIT A

**RESOLUTIONS ADOPTED BY THE BOARD OF DIRECTORS
OF ALKERMES, INC.**

Dated February 27, 2007

- RESOLVED:** That Advanced Inhalation Research, Inc. (the "Subsidiary") be merged with and into the Corporation and that, at and after the effective time of such merger (the "Effective Time"), all of the estate, property, rights, privileges, powers, and franchises of the Subsidiary shall be vested in and enjoyed by the Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by the Subsidiary in its name.
- RESOLVED:** That the proper officers of the Corporation and the Subsidiary be and they are, and each of them singly is, hereby authorized and directed to execute, deliver and acknowledge the Plan of Merger, Pennsylvania Articles of Merger, and Delaware Certificate of Ownership and Merger, in substantially the forms attached hereto as Exhibits A, B, and C, respectively, and to cause the Plan of Merger and Pennsylvania Articles of Merger to be filed in the office of the Secretary of State of the Commonwealth of Pennsylvania, and to cause the Delaware Certificate of Ownership and Merger to be filed in the office of the Secretary of State of the State of Delaware, and to do all acts and things whatsoever, whether within or without the Commonwealth of Pennsylvania or the State of Delaware, which may be necessary or proper to effect said merger.
- RESOLVED:** That at and after the Effective Time, the Corporation shall assume all of the obligations of the Subsidiary, such that all debts, liabilities, and duties of the Subsidiary shall henceforth attach to the Corporation and may be enforced against it to the same extent as if such debts, liabilities, and duties had been incurred or contracted by the Corporation.
- RESOLVED:** That the separate existence of the Subsidiary shall cease at the Effective Time pursuant to the provisions of the Business Corporation Law of the Commonwealth of Pennsylvania ("BCL") and the Delaware General Corporation Law ("DGCL"); and the Corporation shall continue its existence as the surviving corporation pursuant to the provisions of the BCL.
- RESOLVED:** That the issued and outstanding shares of capital stock of the Subsidiary shall not be converted in any manner, but each share that

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is issued as of the Effective Time shall be surrendered and extinguished.

RESOLVED: That the merger shall become effective at 11:59 p.m. on the 31st day of March 2007 or at such later date and time upon the effective filing of all documents or instruments necessary to perfect such merger pursuant to the requirements of the BCL and DGCL.

RESOLVED: That after the Effective Time the proper officers of the Corporation be and they are, and each of them singly is, hereby authorized to take such action as may be necessary to withdraw the Subsidiary from qualification to do business in Massachusetts, Pennsylvania and such other jurisdictions where the Subsidiary is so qualified at the Effective Time.

RESOLVED: That the proper officers of the Corporation are, and each of them is, hereby authorized and empowered, for and on behalf of the Corporation and the Subsidiary, to execute and deliver any and all other documents, papers or instruments and to do or cause to be done any and all such acts and thing as they, or any of them, may deem necessary, appropriate, convenient or desirable in order to enable the Corporation fully and promptly to carry out the purposes and intents of the foregoing resolutions, the authority of each such officer to be conclusively evidenced by his or her execution of any such document, paper or instrument.

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