

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
CONVEYING PARTY DATA	
Name	Execution Date
POINT THERAPEUTICS, INC.	02/12/2008
RECEIVING PARTY DATA	
Name:	DARA BIOSCIENCES, INC.
Street Address:	4505 Falls of Neuse Road
City:	Raleigh
State/Country:	NORTH CAROLINA
Postal Code:	27609
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	11476524
CORRESPONDENCE DATA	
Fax Number:	(919)854-1401
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	919-854-1400
Email:	msalazar@myersbigel.com
Correspondent Name:	MBSS / Marthenn Salazar
Address Line 1:	4140 Parklake Ave
Address Line 2:	Suite 600
Address Line 4:	Raleigh, NORTH CAROLINA 27612
ATTORNEY DOCKET NUMBER:	9442-44CT3
NAME OF SUBMITTER:	Marthenn Salazar
Total Attachments: 2 source=DelawareCertificate#page1.tif source=DelawareCertificate#page2.tif	

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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 "POINT THERAPEUTICS, INC.", CHANGING ITS NAME FROM "POINT THERAPEUTICS, INC." TO "DARA BIOSCIENCES, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF FEBRUARY, A.D. 2008, AT 12:16 O'CLOCK P.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWELFTH DAY OF FEBRUARY, A.D. 2008, AT 4:03 O'CLOCK P.M.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6376615

DATE: 02-12-08

PATENT
REEL: 021414 FRAME: 0480

**CERTIFICATE OF AMENDMENT
TO CERTIFICATE OF INCORPORATION
OF
POINT THERAPEUTICS, INC.**

Point Therapeutics, Inc., a Delaware corporation (the "Corporation"), does hereby certify that:

FIRST: This Certificate of Amendment (this "Certificate of Amendment") amends the Corporation's Certificate of Incorporation, as amended (the "Certificate of Incorporation").

SECOND: The terms and provisions of this Certificate of Amendment have been duly adopted in accordance with Section 242 of the General Corporation Law of the State of Delaware and shall become effective at 4:03 p.m., Eastern Standard Time, on February 12, 2008.

THIRD: Article FIRST of the Corporation's Certificate of Incorporation is hereby amended to read in its entirety as follows:

"The name of the Corporation is DARA BioSciences, Inc."

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its duly authorized officer this 12th day of February, 2008.

POINT THERAPEUTICS, INC.

By: _____

Name:
Title:

Michael P. Dilly
Secretary