

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT												
NATURE OF CONVEYANCE:	MERGER												
EFFECTIVE DATE:	03/17/2006												
CONVEYING PARTY DATA													
<table border="1"> <tr> <th>Name</th> <th>Execution Date</th> </tr> <tr> <td>Theregen, Inc., a California Corporation</td> <td>03/17/2006</td> </tr> </table>		Name	Execution Date	Theregen, Inc., a California Corporation	03/17/2006								
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RECEIVING PARTY DATA													
<table border="1"> <tr> <td>Name:</td> <td>Theregen, Inc., a Delaware Corporation</td> </tr> <tr> <td>Street Address:</td> <td>225 Bush Street</td> </tr> <tr> <td>Internal Address:</td> <td>Floor 16</td> </tr> <tr> <td>City:</td> <td>San Francisco</td> </tr> <tr> <td>State/Country:</td> <td>CALIFORNIA</td> </tr> <tr> <td>Postal Code:</td> <td>94104</td> </tr> </table>		Name:	Theregen, Inc., a Delaware Corporation	Street Address:	225 Bush Street	Internal Address:	Floor 16	City:	San Francisco	State/Country:	CALIFORNIA	Postal Code:	94104
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PROPERTY NUMBERS Total: 4													
<table border="1"> <tr> <th>Property Type</th> <th>Number</th> </tr> <tr> <td>Application Number:</td> <td>09411585</td> </tr> <tr> <td>Application Number:</td> <td>10851938</td> </tr> <tr> <td>Application Number:</td> <td>12420716</td> </tr> <tr> <td>Application Number:</td> <td>12981260</td> </tr> </table>		Property Type	Number	Application Number:	09411585	Application Number:	10851938	Application Number:	12420716	Application Number:	12981260		
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CORRESPONDENCE DATA													
Fax Number:	(650)813-4848												
Phone:	650-813-4800												
Email:	naforeignpatentdept@dechert.com												
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>													
Correspondent Name:	Dechert LLP												
Address Line 1:	2440 W. El Camino Real												
Address Line 2:	Suite 700												
Address Line 4:	Mountain View, CALIFORNIA 94040-1499												

CH \$160.00 09411585

ATTORNEY DOCKET NUMBER:	375458-004C3 (112935)
NAME OF SUBMITTER:	Daniel M. Becker
Total Attachments: 3 source=Theregen_Inc_reincorporation#page1.tif source=Theregen_Inc_reincorporation#page2.tif source=Theregen_Inc_reincorporation#page3.tif	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"THEREGEN, INC.", A CALIFORNIA CORPORATION,


WITH AND INTO "THEREGEN COMPANY" UNDER THE NAME OF "THEREGEN, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF MARCH, A.D. 2006, AT 6:20 O'CLOCK P.M.



4101414 8100M

100709419

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8095556

DATE: 07-06-10

PATENT
REEL: 027590 FRAME: 0950

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:19 PM 03/17/2006
FILED 06:20 PM 03/17/2006
SRV 060262023 - 4101414 FILE

CERTIFICATE OF MERGER

of

Theregen, Inc.
(a California corporation)

with and into

Theregen Company
(a Delaware corporation)

The undersigned corporation, Theregen Company, hereby certifies:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Theregen, Inc.	California
Theregen Company	Delaware

SECOND: That an Agreement and Plan of Merger dated as of March 1, 2006, by and between Theregen, Inc., a California corporation and Theregen Company, a Delaware corporation (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the corporation surviving the merger is Theregen Company (the "Surviving Corporation"). The Surviving Corporation is a corporation of the State of Delaware.

FOURTH: The Certificate of Incorporation of the Surviving Corporation is hereby amended to read as follows:

"ARTICLE I

The name of the corporation is Theregen, Inc."

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation. The address of said principal place of business is 225 Bush Street, 16th Floor, San Francisco, California 94104.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by Surviving Corporation upon request and without charge to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of Theregen, Inc., a California corporation, as of the date of this Certificate of Merger is 22,100,000 shares of Common Stock, par value of \$0.001, and 14,013,511 shares of Preferred Stock, par value of \$0.001.

EIGHTH: This Certificate of Merger shall be effective immediately upon filing.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be executed by its duly authorized officer this 17th day of March, 2006.

Theregen Company
a Delaware corporation

By: Michael Siani-Rose
Michael Siani-Rose, President