

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
Hana Biosciences, Inc.	12/02/2010
RECEIVING PARTY DATA	
Name:	Talon Therapeutics, Inc.
Street Address:	2207 Bridgepointe Parkway, Suite 250
City:	San Mateo
State/Country:	CALIFORNIA
Postal Code:	94404
PROPERTY NUMBERS Total: 5	
Property Type	Number
Patent Number:	6723338
Patent Number:	7887836
Application Number:	13018978
Patent Number:	7244450
Patent Number:	7247316
CORRESPONDENCE DATA	
Fax Number:	(617)742-4214
Email:	lindsay.millette@nelsonmullins.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:	Nelson Mullins Riley & Scarborough LLP
Address Line 1:	One Post Office Square, 30th Floor
Address Line 4:	Boston, MASSACHUSETTS 02109
ATTORNEY DOCKET NUMBER:	HBJ-013 SERIES
NAME OF SUBMITTER:	Cynthia L. Kanik

CH \$200.00 6723338

Total Attachments: 6

source=Name Change Form 8-K - Hana to Talon#page1.tif

source=Name Change Form 8-K - Hana to Talon#page2.tif

source=Name Change Form 8-K - Hana to Talon#page3.tif

source=Name Change Form 8-K - Hana to Talon#page4.tif

source=Name Change Form 8-K - Hana to Talon#page5.tif

source=Name Change Form 8-K - Hana to Talon#page6.tif

TALON THERAPEUTICS, INC.

FORM 8-K (Current report filing)

Filed 12/02/10 for the Period Ending 11/29/10

Address	7000 SHORELINE COURT SUITE 370 SOUTH SAN FRANCISCO, CA 94080
Telephone	6505886404
CIK	0001140028
Symbol	TLON
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington , D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 29, 2010

Talon Therapeutics, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-32626

(Commission File Number)

32-0064979

(IRS Employer Identification No.)

**7000 Shoreline Court, Suite 370
South San Francisco, CA 94080**

(Address of principal executive offices and Zip Code)

(650) 588-6404

(Registrant's telephone number, including area code)

Hana Biosciences, Inc.

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-14(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

Effective at 11:59 p.m. (EST) on December 1, 2010, Hana Biosciences, Inc. (the “Company”) changed its name to Talon Therapeutics, Inc. The name change was effected pursuant to Section 253 of the Delaware General Corporation Law by merging Talon Therapeutics, Inc., a wholly-owned subsidiary of the Company, with and into the Company, with the Company as the surviving corporation in the merger. A copy of the Certificate of Ownership merging Talon Therapeutics, Inc. into the Company, as filed with the Secretary of State of Delaware on November 29, 2010, is attached hereto as Exhibit 3.1 and incorporated herein by reference.

The Company’s new corporate website is www.talontx.com and, effective December 2, 2010, the trading symbol of the Company’s common stock on the OTC Bulletin Board was changed from “HNAB.OB” to “TLON.OB.” The Company’s common stock will trade under a new CUSIP number (87484H 104). Each holder of the Company’s common stock will be receiving a letter of transmittal from the Company’s transfer agent, Corporate Stock Transfer, Inc., which will explain the process by which stock certificates may be exchanged for new certificates reflecting the Company’s new name. Such exchange is not mandatory.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
3.1	Certificate of Ownership merging Talon Therapeutics, Inc. with and into Hana Biosciences, Inc.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 2, 2010

Talon Therapeutics, Inc.

By: /s/ Craig W. Carlson

Craig W. Carlson
Vice President, Chief Financial Officer

INDEX TO EXHIBITS FILED WITH THIS REPORT

Exhibit No.	Description
3.1	Certificate of Ownership merging Talon Therapeutics, Inc. with and into Hana Biosciences, Inc.

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP**

**SUBSIDIARY INTO PARENT
(Section 253)**

**CERTIFICATE OF OWNERSHIP
MERGING
TALON THERAPEUTICS, INC.
INTO
HANA BIOSCIENCES, INC.**

* * * * *

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Hana Biosciences, Inc., a corporation incorporated on December 6, 2002 (the "Corporation"), pursuant to the provisions of the General Corporation Law of the State of Delaware;

DOES HEREBY CERTIFY that the Corporation owns 100% of the capital stock of Talon Therapeutics, Inc., a corporation incorporated on October 18, 2010 ("Subsidiary"), pursuant to the provisions of the General Corporation Law of the State of Delaware, and that by a resolution of its Board of Directors, duly adopted by the unanimous written consent of its members, filed with the minutes of the Board on October 20, 2010, determined to and did merge into itself said Talon Therapeutics, Inc., which resolution is in the following words to wit:

"WHEREAS, the Board desires to cause Subsidiary to merge with and into the Corporation (the "Merger"), with the Corporation remaining as the surviving corporation to the Merger;

WHEREAS, following the Merger, the Corporation shall succeed to all of the estate, property, rights, privileges and franchises of Subsidiary and shall assume all of Subsidiary's liabilities and obligations; and

WHEREAS, pursuant to the Merger, and as permitted by Section 253 of the Delaware General Corporation Law, the name of the Corporation shall be changed to "Talon Therapeutics, Inc."

NOW, THEREFORE BE IT RESOLVED, that Subsidiary merge with and into the Corporation, with the Corporation remaining as the surviving corporation to the Merger;

RESOLVED FURTHER, that following the Merger, the Corporation succeed to all of the estate, property, rights, privileges and franchises of Subsidiary and assume all of Subsidiary's liabilities and obligations;

RESOLVED FURTHER, pursuant to and upon the effectiveness of the Merger, and as permitted by Section 253 of the Delaware General Corporation Law, the Corporation relinquishes its corporate name and assumes in its place the name "Talon Therapeutics, Inc.";

RESOLVED FURTHER, that the Corporation's officers are hereby authorized and directed to prepare or cause to be prepared all necessary documents, agreements, instruments and certificates to effectuate the Merger, including, without limitation, a Certificate of Ownership to be filed with the Secretary of State of Delaware (the "Certificate of Ownership"); and to execute and deliver such documents, agreements, instruments and certificates, and to make such filings as they deem necessary or advisable to effectuate the Merger, including, without limitation, filing a Certificate of Ownership with the Secretary of State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County;

RESOLVED FURTHER, that the Merger shall be effective at 11:59 p.m. (EST) on December 1, 2010; and

RESOLVED FURTHER, that the proper officer of this corporation be and he is hereby directed to make and execute a Certificate of Ownership setting forth a copy of the resolutions to merge into itself said Talon and assume the liabilities and obligations of Talon, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said Merger."

IN WITNESS WHEREOF, Hana Biosciences, Inc. has caused this Certificate to be signed by Craig W. Carlson, its Vice President, Chief Financial Officer, this 29th day of November, 2010.

HANA BIOSCIENCES, INC.

By: /s/ Craig W. Carlson

Craig W. Carlson
Vice President, Chief Financial Officer