501816503 02/10/2012

PATENT ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT

CONVEYING PARTY DATA

Name	Execution Date
Paul Acton	06/05/2006
Zhiqiang An	06/12/2006
Andrew J. Bett	06/05/2006
Robert Breese	06/05/2006
Elizabeth Chen Dodson	06/05/2006
Gene Kinney	06/05/2006
Xiaoping Liang	06/05/2006
Paul Shughrue	06/05/2006
William R. Strohl	06/05/2006

RECEIVING PARTY DATA

Name:	Merck Sharp & Dohme Corp.
Street Address:	126 E. Lincoln Ave
City:	Rahway
State/Country:	NEW JERSEY
Postal Code:	07065-0900

PROPERTY NUMBERS Total: 1

Property Type	Number
Application Number:	13368742

CORRESPONDENCE DATA

Fax Number: (856)810-1454 **Phone**: 8568101515

Email: ptoactions@licataandtyrrell.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

via US Mail.

Correspondent Name: Jane Massey Licata
Address Line 1: Licata & Tyrrell P.C.
Address Line 2: 66 E. Main St

Address Line 4: Marlton, NEW	JERSEY 08053			
ATTORNEY DOCKET NUMBER:	MRK0002US.C2			
NAME OF SUBMITTER:	Jane Massey Licata			
Total Attachments: 13				
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	Attom	ey Docket Number 21815Y	PATEN
		U.S. Serial No. 11/256,332	
	ASSIGNMENT AND AGREEMENT	Filing Dato October 21	2005
		PCT Appl. No.	
For value recoived, we,	Paul Actor Thisians A. A. I. T. T. T.	Filing Date	
	Paul Acton, Zhiqiang An, Andrew J. Bett, Robert Breese, Elizabe Xiaoping Liang, Paul Shughrue, and William R. Strohl	eth Chen Dodson, Gone Kinney	1
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of 1770 Red Bud Road, Quakertown, Pennsylvania 18951; 315 Gentry Lane, Ambler, Fonnsylvania 19002; 1402 Oxford Cirole, Lansdale, Pennsylvania 19446; 2360 Witelihazel Drive, Quakertown, Pennsylvania 18951; 505 Cherry Drive, Souderton, Pennsylvania 18964; 4125 Justin Court, Collegeville, Pennsylvania 19426; 2054 Woodgate Lane, Collegeville, Pennsylvania 19403; 16 Macntel Drive, West Chester, Pennsylvania 19382; and 1086 Tullo Farm Road, Bridgewater, New Jersey 08807

hereby sell, assign and transfer to MERCK & CO., Inc., a corporation of the State of New Jersey, having an office at Lincoln Avenue, City of Rahway, State of New Jersey, and its successors, assigns and logal representatives, our entire right, title and interest, for all countries, in and to certain inventions relating to

ANTI-ADDL ANTIBODIES AND USES THEREOF

described in an application for Patents having Attorney Docket Number 21815Y

and in application(s) Serial No. 11/256,332

filed on 10/21/2005

; Serial No. 60/621,776

filed on 10/25/2004

; Serial No. 60/652,538

filed on 02/14/2005 (if applicable),

and all our rights and privileges, including any and all benefits under the International Convention for the Protection of Industrial Property, under any and all Patents which may be granted therefor, and under any and all extensions, divisionals, reissues and continuations of said application for Patonts, including any foreign applications derived therefrom, equivalent thereto or claiming priority thereof.

We request that any and all Patents for said inventions be issued to said assignee, its successor, assigns and legal apresentatives, or to such nominees as it may designate.

We agree that, when requested, we will, without charge to said assignee but at its expense, sign all papers, take all rightful aths, and do all acts which may be necessary, desirable or convenient for socuring and maintaining Patents for said inventions in any nd all countries and for vesting title thereto in said assignee, its successors, assigns and legal representatives or nominees.

We coverant with said assignee, its successors, assigns and legal representatives. that the rights and property herein conveyed e free and clear of any encumbrance, and that we have full right to convey the same as herein expressed.

This document may be executed in any number of counterparts, each of which so executed shall be deemed to be an original. it all such counterparts shall together constitute but one and the same document,

We hereby authorize our attorney, Joan Switzer or an attorney with Power of Attorney in this application, the said MERCK & CO., Inc., to insert Serial No. (8), PCT Appl. No. (8) and Filing Date (8) of said application(8) when known.

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Member, Pennsylvania Association Of Notaries

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	U.S. Serial No. 11/256,332
ASSIGNMENT AND AGREEMENT	Filing Date October 21, 2005
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Page 4 of 6

	Attorney Docket Number 2	, PATE <u>1815Y</u>
ASSIGNMENT AND AG	CREEMENT Filing Date Q	1/256,332 clober 21, 2005
Signed at / Lest Point PA this 5th day of Ju	PCT Appl. No Filing Date _	
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COMMONWEALTH OF PENNSYLVANIA  Country of Montgomery  Personally appeared before me the above-named Gene Kinney		
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Notarial Seal  Marjorie M., Bennett, Notary Public  Upper Gwynedd Twp., Montgomery Count My Commission Expires Jan. 24, 2007  Member, Pennsylvanja Association Ci Notarie  Signed at Carlo Jan. 4 PA this day of		Notary Public
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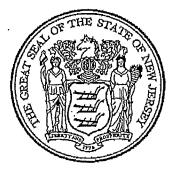
•	Attorney Docket Number 21815Y
ASSIGNMENT AND AGREEMI	<u>11/256,332</u> , <u>11/256,332</u> , Filing Date <u>October 21, 2005</u>
Signed at West Point PA this 5th day of June	PCT Appl. No
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COMMONWEALTH OF PENNSYLVANIA  County of Montgomery SS.	
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PATENT TOTAL P.12
REEL: 027684 FRAME: 0903

## STATE OF NEW JERSEY DEPARTMENT OF TREASURY FILING CERTIFICATION (CERTIFIED COPY)

## MERCK SHARP & DOHME CORP.

I, the Treasurer of the State of New Jersey, do hereby certify, that the above named business did file and record in this department the below listed document(s) and that the foregoing is a true copy of the Certificate of Restated Incorporation Filed in this office on November 2nd, 2009 as the same is taken from and compared with the original(s) filed in this office on the date set forth on each instrument and now remaining on file and of record in my office.



Certificate Number: 115657458

Verify this certificate online at

https://www.l.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal at Trenton, this 2nd day of November, 2009

R. David Rousseau State Treasurer

# CERTIFICATE OF ADOPTION OF RESTATED CERTIFICATE OF INCORPORATION OF

FILED
NOV 02 2009
STATE TREASURER

MERCK & CO., INC. (ID Number: 5934701000)

Merck & Co., Inc., a corporation organized and existing under the laws of the State of New Jersey (the "Corporation"), to amend and restate its Certificate of Incorporation pursuant to Section 14A:9-5 of the New Jersey Business Corporation Act (the "NJBCA"), hereby certifies as follows:

FIRST: The name of the Corporation is Merck Sharp & Dohme Corp.

SECOND: The Restated Certificate of Incorporation attached hereto (the "Restated Certificate") was adopted by the shareholders of the Corporation on August 7, 2009 as part of their approval of the Agreement and Plan of Merger, dated as of March 8, 2009, by and among the Corporation, Schering-Plough Corporation, SP Merger Subsidiary One, Inc. (formerly known as Blue, Inc.), and SP Merger Subsidiary Two, Inc. (formerly known as Purple, Inc.), and pursuant to Section 14A:10-1 and Section 14A:10-4.1 of the NJBCA.

THIRD: The number of shares entitled to vote on the adoption of the Restated Certificate was 2,108,780,449 shares of Common Stock, of which 1,399,114,521 voted for the Restated Certificate as part of their approval of the Agreement and Plan of Merger, and 5,686,148 voted against the Restated Certificate. No shares of any class or series were entitled to vote thereon as a class.

FOURTH: This Certificate of Adoption shall become effective on November 3, 2009 at 4:02 p.m.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be duly executed as of the 2 day of November, 2009.

MERCK & CO., INC.

By: Collect
Name: Cella A. Collect
Tible: Senior Vice President, Secretary
and Assistent General Counsel

Signature Page to Certificate of Adoption of Residted Certificate of Incorporation

## RESTATED CERTIFICATE OF INCORPORATION

OF

## MERCK & CO., INC. (ID Number: 5934701000)

Merck & Co., Inc., a corporation organized and existing under the laws of the State of New Jersey (the "Corporation"), restates and integrates its Restated Certificate of Incorporation, as heretofore amended, and also substantively amends such Restated Certificate of Incorporation, to read in full as herein set forth:

FIRST: The name of the Corporation is Merck Sharp & Dohme Corp.

SECOND: The purpose for which the Corporation is organized is to engage in any activity within the purposes for which corporations may be organized under the New Jersey Business Corporation Act.

THIRD: The total number of shares of capital stock which the Corporation shall have authority to issue is 100 shares of common stock, \$0.01 par value per share. Shares of capital stock of the Corporation may be issued by the Corporation from time to time for such legally sufficient consideration as may be fixed from time to time by the Board of Directors.

FOURTH: In furtherance and not in limitation of the general powers conferred by the laws of the State of New Jersey, the Board of Directors is expressly authorized to make, alter or repeal the bylaws of the Corporation, except as specifically stated therein.

FIRTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in the Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

SIXTH: The Corporation shall, to the full extent permitted by the New Jersey Business Corporation Act, as it may be amended from time to time, indemnify all persons whom it may indemnify pursuant thereto.

SEVENTH: No director or officer of the Corporation shall be personally liable to the Corporation or its shareholders for damages for breach of any duty owed to the Corporation or its shareholders, except that such provision shall not relieve a director or officer from liability for any breach of duty based upon an act or omission (a) in breach of such person's duty of loyalty to the Corporation or its shareholders, (b) not in good faith or involving a knowing violation of law or (c) resulting in receipt by such person of any improper personal benefit. As used in this article, an act or omission in breach of a person's duty of loyalty means an act or omission which that person knows or believes to be contrary to the best interests of the Corporation or its shareholders in connection with a matter in which he has a material conflict of interest.

EIGHTH: Except as otherwise required by the laws of the State of New Jersey, the shareholders and directors shall have the power to hold their meetings and to keep the books, documents, and papers of the Corporation outside of the State of New Jersey, and the Corporation shall have the power to have one or more offices within or without the State of New Jersey, at such places as may be from time to time designated by the bylaws or by resolution of the shareholders or directors. Elections of directors need not be by ballot unless the bylaws of the Corporation shall so provide.

NINTH: The address of the Corporation's current registered office in the State of New Jersey is 820 Bear Tavern Road, City of West Trenton, County of Mercer, State of New Jersey, 08628, and the name of the Corporation's registered agent at such address is The Corporation Trust Company.

**TENTH:** The number of directors constituting the current Board of Directors of the Corporation is fifteen (15). The names and addresses of said directors are as follows:

Leslie A. Brun 435 Devon Park Drive, 700 Building

Wayne, Pennsylvania 19087

Thomas R. Cech, Ph.D. University of Colorado, Boulder

Boulder, Colorado 80309-0215

Richard T, Clark One Merck Drive

Whitehouse Station, New Jersey 08889-0100

Thomas H. Glocer 3 Times Square, 30th Floor

New York, New York 10036

Steven F. Goldstone 570 Lexington Avenue, 37th Floor

New York, New York 10022

William B. Harrison, Jr. 277 Pa

277 Park Avenue, 35th Floor New York, New York 10172

Harry R. Jacobson, M.D. 3401 West End Avenue, Suite 300

Nashville, Tennessee 37203

William N. Kelley, M.D. 421 Curie Boulevard

Philadelphia, Pennsylvania 19104-6160

Rochelle B. Lazarus 636 11th Ayenue

New York, New York 10036

Carlos E. Represas Av. Ejercito Nacional No. 453

Colonia Granada, 11520 Mexico, D.F.

Mexico

Thomas E. Shenk, Ph.D Washington Road

Princeton, New Jersey 08544-1014

Anne M. Tatlock One Merck Drive

Whitehouse Station, New Jersey 08889-0100

Samuel O. Thier, M.D. 55 Fruit Street, Bulfinch 370

Boston, Massachusetts 02114-2606

Wendell P. Weeks

1 Riverfront Plaza Corning, New York 14831

Peter C. Wendell

2884 Sand Hill Road, Suite 100 Menlo Park, California 94025

IN WITNESS WHEREOF, Merck & Co., Inc. caused this Restated Certificate of Incorporation to be duly executed as of November 212, 2009.

MERCK & CO., INC.

Name: Celia A. Colearu Tile: Senior Vice President, Secretary and Assistant General Counsel

Signature Page to Restated Certificate of Incorporation of Merch & Co., Inc.

**PATENT REEL: 027684 FRAME: 0910** 

**RECORDED: 02/10/2012**