

## PATENT ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT						
NATURE OF CONVEYANCE:	MERGER						
EFFECTIVE DATE:	04/17/2008						
CONVEYING PARTY DATA							
<table border="1"> <thead> <tr> <th>Name</th> <th>Execution Date</th> </tr> </thead> <tbody> <tr> <td>Insert Therapeutics, Inc.</td> <td>04/17/2008</td> </tr> </tbody> </table>		Name	Execution Date	Insert Therapeutics, Inc.	04/17/2008		
Name	Execution Date						
Insert Therapeutics, Inc.	04/17/2008						
RECEIVING PARTY DATA							
Name:	Calando Pharmaceuticals, Inc.						
Street Address:	201 S. Lake Avenue, Suite 703						
Internal Address:	c/o Arrowhead Research Corp.						
City:	Pasadena						
State/Country:	CALIFORNIA						
Postal Code:	91101						
PROPERTY NUMBERS Total: 2							
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> </tr> </thead> <tbody> <tr> <td>Patent Number:</td> <td>7166302</td> </tr> <tr> <td>Patent Number:</td> <td>7018609</td> </tr> </tbody> </table>		Property Type	Number	Patent Number:	7166302	Patent Number:	7018609
Property Type	Number						
Patent Number:	7166302						
Patent Number:	7018609						
CORRESPONDENCE DATA							
Fax Number:	(617)235-9492						
Phone:	212-596-9000						
Email:	tracy.chu@ropesgray.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:	Ropes & Gray LLP						
Address Line 1:	1211 Avenue of the Americas						
Address Line 4:	New York, NEW YORK 10036						
ATTORNEY DOCKET NUMBER:	CTCH-P01-013 & 014						
NAME OF SUBMITTER:	Tracy W. Chu						

CH \$80.00 7166302

**Total Attachments: 4**

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**CERTIFICATE OF MERGER**

**MERGING**

**CALANDO PHARMACEUTICALS INC.,  
a Delaware corporation**

**WITH AND**

**INTO**

**INSERT THERAPEUTICS, INC.,  
a Delaware corporation**

**(PURSUANT TO SECTION 251 OF  
THE GENERAL CORPORATION LAW OF DELAWARE)**

Insert Therapeutics, Inc. hereby certifies as follows:

- (1) The name and state of incorporation of the constituent corporations are:
  - (a) Insert Therapeutics, Inc., a Delaware corporation; and
  - (b) Calando Pharmaceuticals Inc., a Delaware corporation.
- (2) An agreement and plan of merger has been approved, adopted, certified, executed and acknowledged by the constituent corporations in accordance with the provisions of subsection (c) of Section 251 of the Delaware General Corporation Law ("DGCL").
- (3) The Certificate of Incorporation of Insert Therapeutics, Inc., as in effect immediately prior to the merger shall be the certificate of incorporation of the surviving corporation, except that the name shall be amended to Calando Pharmaceuticals, Inc.
- (4) The executed agreement and plan of merger is on file at the principal place of business of the surviving corporation located at 129 N. Hill Ave., Suite 104, Pasadena, CA 91106.
- (5) A copy of the agreement and plan of merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, Insert Therapeutics, Inc. has caused this Certificate of Merger to be signed by its authorized officer, on this 17<sup>th</sup> day of April, 2008 and does hereby affirm, under penalties of perjury, that the statements contained herein have been examined by him and are true and correct.

INSERT THERAPEUTICS, INC.,  
a Delaware corporation

By: /s/ James Hamilton  
James Hamilton  
President

**State of California  
Secretary of State**

**NAME CHANGE  
CERTIFICATE OF QUALIFICATION**

**C2231263**

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify that on the 16th day of March, 2009, there was filed in this office an Amended Statement and Designation by Foreign Corporation whereby the corporate name of **INSERT THERAPEUTICS, INC.**, a corporation organized and existing under the laws of Delaware, was changed to **CALANDO PHARMACEUTICALS, INC.**. This corporation complied with the requirements of California law in effect on that date for the purpose of qualifying to transact intrastate business in the State of California and as of said date has been and is qualified and authorized to transact intrastate business in the State of California, subject however, to any licensing requirements otherwise imposed by the laws of this State.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great Seal  
of the State of California this day of  
March 20, 2009.



*Debra Bowen*

**DEBRA BOWEN**  
Secretary of State

sms

# Delaware

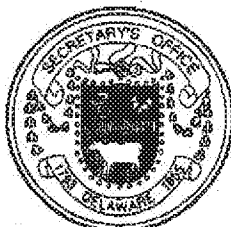
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*The First State*

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 MERGER, WHICH MERGES:

"CALANDO PHARMACEUTICALS INC.", A DELAWARE CORPORATION, WITH AND INTO "INSERT THERAPEUTICS, INC." UNDER THE NAME OF "CALANDO PHARMACEUTICALS, 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 APRIL, A.D. 2008, AT 6:57 O'CLOCK P.M.

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



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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6534165

DATE: 04-18-08

RECORDED: 03/08/2012

PATENT  
REEL: 027826 FRAME: 0992