

PATENT ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
CONVEYING PARTY DATA	
Name	Execution Date
Merck & Co. Inc.	11/02/2009
RECEIVING PARTY DATA	
Name:	Merck Sharp & Dohme Corp.
Street Address:	126 East Lincoln Avenue
Internal Address:	RY86-2011A
City:	Rahway
State/Country:	NEW JERSEY
Postal Code:	07065
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	12678454
CORRESPONDENCE DATA	
Fax Number:	7325944720
Phone:	7325944909
Email:	christine.kanellidis@merck.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:	Sylvia A. Ayler
Address Line 1:	126 East Lincoln Avenue
Address Line 2:	RY862011A
Address Line 4:	Rahway, NEW JERSEY 07065
ATTORNEY DOCKET NUMBER:	MRLNOP22454-NAME CHANGE
NAME OF SUBMITTER:	Christine Kanellidis

Total Attachments: 11
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Attorney Docket Number MRL NOP 22454

U.S. Serial No. 12/678 454

Filing Date 3/16/2010

PCT Appl. No. PCT/US2008/11286

Filing Date September 30, 2008

ASSIGNMENT AND AGREEMENT

Due received, we, Prasun K. Chakravarty; Joseph L. Duffy; Pengcheng Patrick Shao, Sriram Tyagarajan and Feng Ye

Edison, NJ 08820; Cranford, NJ 07016; Fanwood, NJ 07023; Edison, NJ 08820 and Scotch Plains, NJ 07076 respectively;

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 legal representatives, our entire right, title and interest, for all countries, in and to certain inventions relating to
SUBSTITUTED ARYL SULFONE DERIVATIVES AS CALCIUM CHANNEL BLOCKERS

described in an application for Patents having Attorney Docket Number MRL NOP 22454 and in application(s)
Serial No. 60/997,615 filed on 10/04/2007 ; Serial No. filed on ;
Serial No. filed on (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 Patents, 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 representatives, 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 oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining Patents for said inventions in any and all countries and for vesting title thereto in said assignee, its successors, assigns and legal representatives or nominees.

We covenant with said assignee, its successors, assigns and legal representatives, that the rights and property herein conveyed are 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, but all such counterparts shall together constitute but one and the same document.

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

Attorney Docket Number MRL NOP 22454
U.S. Serial No. 12/678, 954
Filing Date 3/16/2010
PCT Appl. No. PCT/US2008/11286
Filing Date September 30, 2008

ASSIGNMENT AND AGREEMENT

Signed at Rahway this 26th day of January, 2009.

Prasun K. Chakravarty
Prasun K. Chakravarty

STATE OF NEW JERSEY }
County of UNION } SS.

Personally appeared before me the above-named Prasun K. Chakravarty

to me known and known to me to be the person(s) who executed the foregoing instrument and acknowledged said instrument to be their free act and deed this 26th day of January, 2009.

Christine M. Dona
Christine M. Dona Notary Public

CHRISTINE M. DONA
Notary Public - State of New Jersey
My Commission Expires September 24, 2013

Attorney Docket Number MRL NOP 22454
U.S. Serial No. 12/678, 454
Filing Date 03/16/2010
PCT Appl. No. PCT/US2008/11286
Filing Date September 30, 2008

ASSIGNMENT AND AGREEMENT

Signed at Rahway this 26th day of January, 2009.

Joseph L. Duffy
Joseph L. Duffy

STATE OF NEW JERSEY }
County of UNION } SS.

Personally appeared before me the above-named Joseph L. Duffy

to me known and known to me to be the person(s) who executed the foregoing instrument and acknowledged said instrument to be their free act and deed this 26th day of January, 2009.

CHRISTINE M. DONA
Notary Public - State of New Jersey
My Commission Expires September 24, 2013

Christine M. Dona
Christine M. Dona
Notary Public

Signed at Rahway this 26th day of January, 2009.

Pengcheng Patrick Shao
Shao Pengcheng

STATE OF NEW JERSEY }
County of UNION } SS.

Personally appeared before me the above-named Pengcheng Patrick Shao

to me known and known to me to be the person(s) who executed the foregoing instrument and acknowledged said instrument to be their free act and deed this 26th day of January, 2009.

CHRISTINE M. DONA
Notary Public - State of New Jersey
My Commission Expires September 24, 2013

Christine M. Dona
Christine M. Dona
Notary Public

Attorney Docket Number MRL NOP 22454

U.S. Serial No. 121678, 454

Filing Date 03/16/2010

PCT Appl. No. PCT/US2008/11286

Filing Date September 30, 2008

ASSIGNMENT AND AGREEMENT

Signed at Rahway this 26th day of January, 2009.

Feng Ye
Feng Ye

STATE OF NEW JERSEY

County of UNION

} SS.

Personally appeared before me the above-named Feng Ye

to me known and known to me to be the person(s) who executed the foregoing instrument and acknowledged said instrument to be their free act and deed this 26th day of January, 2009.

CHRISTINE M. DONA
Notary Public - State of New Jersey
My Commission Expires September 24, 2013

Christine M. Dona
Christine M. Dona Notary Public

Signed at Rahway this 26th day of January, 2009.

Sriram Tyagarajan
Sriram Tyagarajan

State of New Jersey
County of Union } SS.

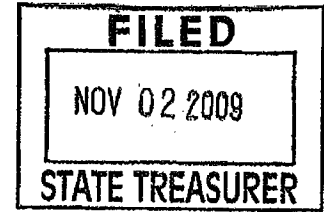
Personally appeared before me the above-named Sriram Tyagarajan

CHRISTINE M. DONA
Notary Public - State of New Jersey
My Commission Expires September 24, 2013

to me known and known to me to be the person(s) who executed the foregoing instrument and acknowledged said instrument to be their free act and deed this 26th day of January, 2009.

Christine M. Dona
Christine M. Dona Notary Public

**CERTIFICATE OF ADOPTION
OF
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"), 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 2nd day of November, 2009.

MERCK & CO., INC.

By: Celia A. Colbert
Name: Celia A. Colbert
Title: Senior Vice President, Secretary
and Assistant General Counsel

Signature Page to Certificate of Adoption of Restated Certificate of Incorporation

PATENT
REEL: 028917 FRAME: 0120

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.

FIFTH: 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, 30 th Floor New York, New York 10036
Steven F. Goldstone	570 Lexington Avenue, 37 th Floor New York, New York 10022
William B. Harrison, Jr.	277 Park Avenue, 35 th 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 11 th Avenue 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 2nd, 2009.

MERCK & CO., INC.

By: Celia A. Colbert
Name: Celia A. Colbert
Title: Senior Vice President, Secretary
and Assistant General Counsel

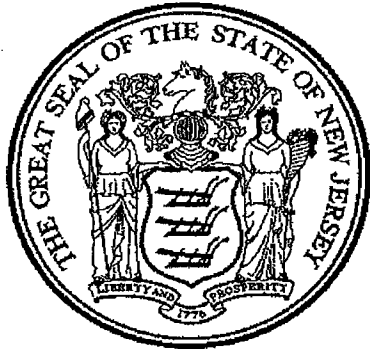
Signature Page to Restated Certificate of Incorporation of Merck & Co., Inc.

PATENT
REEL: 028917 FRAME: 0124

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://www1.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*

A handwritten signature in black ink, appearing to read 'R. David Rousseau', is written over a horizontal line.

R. David Rousseau
State Treasurer