

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/27/2012
CONVEYING PARTY DATA	
Name	Execution Date
GenVault Corporation	12/27/2012
RECEIVING PARTY DATA	
Name:	IntegenX Inc.
Street Address:	5720 Stoneridge Drive, Ste. 300, Bldg. B
City:	Pleasanton
State/Country:	CALIFORNIA
Postal Code:	94588
PROPERTY NUMBERS Total: 2	
Property Type	Number
Patent Number:	8283165
Application Number:	13590025
CORRESPONDENCE DATA	
Fax Number:	9255747373
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	925-701-3400
Email:	johns@integenx.com
Correspondent Name:	IntegenX Inc.
Address Line 1:	5720 Stoneridge Drive, Ste. 300, Bldg. B
Address Line 2:	Attn: Corporate IP Attorney
Address Line 4:	Pleasanton, CALIFORNIA 94588
ATTORNEY DOCKET NUMBER:	809
NAME OF SUBMITTER:	John R. Storella
Total Attachments: 7	

CH \$80.00 8283165

source=INTEGENX INC CA-MERGER#page1.tif
source=INTEGENX INC CA-MERGER#page2.tif
source=INTEGENX INC CA-MERGER#page3.tif
source=INTEGENX INC CA-MERGER#page4.tif
source=INTEGENX INC CA-MERGER#page5.tif
source=INTEGENX INC CA-MERGER#page6.tif
source=INTEGENX INC CA-MERGER#page7.tif

CERTIFICATE OF OWNERSHIP
OF

INTEGENX INC.

(a California corporation)

MERGING

GENVAULT CORPORATION

(a Delaware corporation)

INTO

INTEGENX INC.

(a California corporation)

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

DEC 27 2012

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

DEC 27 2012

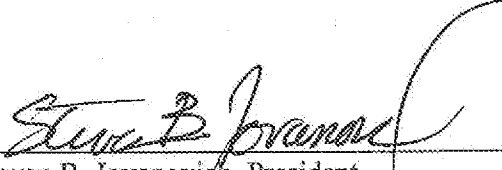
Stevan B. Jovanovich and Bruce W. Jenett certify that:

1. They are the president and the secretary, respectively, of IntegenX Inc., a California corporation ("Parent").
2. The Parent is the owner of at least ninety percent (90%) of the outstanding shares of each class of stock of GenVault Corporation, a Delaware Corporation ("Subsidiary").
3. Attached hereto as Exhibit A is a copy of resolutions adopted on December 6, 2012 by the Board of Directors of Parent to merge Subsidiary into Parent ("Merger"), which Exhibit A is hereby incorporated by reference as if fully set forth in this certificate.
4. Attached hereto as Exhibit B is a copy of resolutions adopted on December 6, 2012 by the Board of Directors of Subsidiary to merge Subsidiary into Parent, which Exhibit B is hereby incorporated by reference as if fully set forth in this certificate.
5. The Merger shall take effect upon the filing of this Certificate of Ownership with the Secretary of State of California.

[Signatures appear on the following page.]

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate of Ownership are true and correct as of our own knowledge.

217
Executed on December 12, 2012


Stevan B. Jovanovich, President

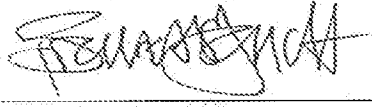

Bruce W. Jenett, Secretary

Exhibit A

Resolutions by the Board of Directors of Parent

WHEREAS, the Company, a California corporation, is the owner of at least ninety percent (90%) of the issued and outstanding shares of each class of stock of Subsidiary; and

WHEREAS, the Company now desires to merge Subsidiary with and into the Company pursuant to the provisions of Section 253 of the General Corporation Law of the State of Delaware and Section 1110 of the General Corporation Law of the State of California (the "Merger").

NOW, THEREFORE, BE IT RESOLVED, that effective upon the filing of an appropriate Certificate of Ownership and Merger embodying these resolutions with the Secretary of State of the State of Delaware as required by Section 253 of the General Corporation Law of the State of Delaware and the filing of an appropriate Certificate of Ownership embodying these resolutions with the Secretary of State of the State of California as required by Section 1110 of the General Corporation Law of the State of California, whichever is later, Subsidiary shall merge with and into the Company, with the Company as the surviving corporation.

RESOLVED FURTHER, that upon the effectiveness of the Merger, the Company will assume all obligations of Subsidiary pursuant to Section 253 of the Delaware General Corporation Law and Section 1110 of the California General Corporation Law.

RESOLVED FURTHER, that the fair value of Subsidiary is less than the liquidation preference of the issued and outstanding shares of Series C Preferred Stock of the Subsidiary as set forth in the Certificate of Incorporation of Subsidiary, and because the Company is the owner of all of the issued and outstanding shares of Series C Preferred Stock of Subsidiary, no other stockholder of Subsidiary is entitled to any distribution or payment from the Merger.

RESOLVED FURTHER, that at the effective time of the Merger, (a) each share of common stock of Subsidiary will be cancelled and retired, and no consideration shall be delivered in exchange thereof and (b) each share of preferred stock of Subsidiary will be cancelled and retired, and no consideration shall be delivered in exchange thereof.

RESOLVED FURTHER, that the directors and officers of the Company immediately prior to the effective time of the Merger shall be the directors and officers of the Company as the surviving corporation immediately after the effective time of the Merger, in each case until the earlier of his or her resignation or removal or until his or her successor is duly elected and qualified.

RESOLVED FURTHER, that the Company, as the surviving corporation in the Merger, shall notify each stockholder of record of Subsidiary within ten (10) days after the effective time of the Merger of the Merger becoming effective and of such stockholder's rights under Section 262 of the General Corporation Law of the State of Delaware.

RESOLVED FURTHER, that the officers of the Company, and any of them, are each hereby authorized and directed to make and execute a Certificate of Ownership and Merger and to cause the same to be filed with the Secretary of State of the State of Delaware, to make and

execute a Certificate of Ownership and to cause the same to be filed with the Secretary of State of the State of California, to cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and the State of California and by the applicable laws of any other jurisdiction and to cause to be performed all necessary acts within Delaware and California and in any other applicable jurisdiction necessary and appropriate to effect the Merger.

RESOLVED FURTHER, that the officers of the Company, and any of them, are each hereby authorized and directed to execute and to take all such actions as they may deem necessary or advisable to carry out and perform the purposes of these resolutions.

RESOLVED FURTHER, that any actions taken by the officers of Parent prior to the adoption of the foregoing resolutions that are within the authority conferred hereby are hereby ratified, approved and confirmed as the acts and deeds of Parent.

Exhibit B

Resolutions by the Board of Directors of Subsidiary

WHEREAS, IntegenX Inc., a California corporation ("**Parent**") is the owner of at least ninety percent (90%) of the issued and outstanding shares of each class of stock of GenVault Corporation, a Delaware corporation ("**Subsidiary**").

WHEREAS, Subsidiary now desires to merge Subsidiary with and into Parent pursuant to the provisions of Section 253 of the General Corporation Law of the State of Delaware and Section 1110 of the General Corporation Law of the State of California (the "**Merger**").

NOW, THEREFORE, BE IT RESOLVED, that effective upon the filing of an appropriate Certificate of Ownership and Merger with the Secretary of State of the State of Delaware as required by Section 253 of the General Corporation Law of the State of Delaware and the filing of an appropriate Certificate of Ownership embodying these resolutions with the Secretary of State of the State of California as required by Section 1110 of the General Corporation Law of the State of California, whichever is later, Subsidiary shall merge with and into the Parent, with the Parent as the surviving corporation.

RESOLVED FURTHER, that upon the effectiveness of the Merger, Parent will assume all obligations of Subsidiary pursuant to Section 253 of the Delaware General Corporation Law and Section 1110 of the California General Corporation Law.

RESOLVED FURTHER, that the fair value of Subsidiary is less than the liquidation preference of the issued and outstanding shares of Series C Preferred Stock of the Subsidiary as set forth in the Certificate of Incorporation of Subsidiary, and because Parent is the owner of all of the issued and outstanding shares of Series C Preferred Stock of Subsidiary, the other stockholders of Subsidiary are not entitled to any distribution or payment from the Merger.

RESOLVED FURTHER, that at the effective time of the Merger, (a) each share of common stock of Subsidiary will be cancelled and retired, and no consideration shall be delivered in exchange thereof and (b) each share of preferred stock of Subsidiary will be cancelled and retired, and no consideration shall be delivered in exchange thereof.

RESOLVED FURTHER, that the directors and officers of Parent immediately prior to the effective time of the Merger shall be the directors and officers of Parent as the surviving corporation immediately after the effective time of the Merger, in each case until the earlier of his or her resignation or removal or until his or her successor is duly elected and qualified.

RESOLVED FURTHER, that Parent, as the surviving corporation in the Merger, shall notify each stockholder of record of Subsidiary within ten (10) days after the effective time of the Merger of the Merger becoming effective and of such stockholder's rights under Section 262 of the General Corporation Law of the State of Delaware.

RESOLVED FURTHER, that the officers of Subsidiary, and any of them, are each hereby authorized and directed to make and execute a Certificate of Ownership and Merger and to cause the same to be filed with the Secretary of State of the State of Delaware, to make and execute a Certificate of Ownership and to cause the same to be filed with the Secretary of State of the State of California, to cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and the State of California and by

the applicable laws of any other jurisdiction and to cause to be performed all necessary acts within Delaware and California and in any other applicable jurisdiction necessary and appropriate to effect the Merger.

RESOLVED FURTHER, that the officers of Subsidiary, and any of them, are each hereby authorized and directed to execute and to take all such actions as they may deem necessary or advisable to carry out and perform the purposes of these resolutions.

RESOLVED FURTHER, that any actions taken by the officers of Subsidiary prior to the adoption of the foregoing resolutions that are within the authority conferred hereby are hereby ratified, approved and confirmed as the acts and deeds of Subsidiary.

WITNESSES the hands and seals of the undersigned on this 1st day of August 1988.



SDS 1-030


Notary Public for the State of California



I hereby certify that the foregoing
transcript of 1 page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

DEC 31 2012

Date: _____


DEBRA BOWEN, Secretary of State