

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT3064604

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER	
EFFECTIVE DATE:	10/14/2014	
CONVEYING PARTY DATA		
Name		Execution Date
ESPERION THERAPEUTICS, INC.		05/05/2008
RECEIVING PARTY DATA		
Name:	ESPERION THERAPEUTICS, INC.	
Street Address:	3672 PROSPECT ROAD	
City:	ANN ARBOR	
State/Country:	MICHIGAN	
Postal Code:	48105	
PROPERTY NUMBERS Total: 20		
Property Type	Number	
Patent Number:	6699910	
Patent Number:	7304093	
Patent Number:	7705177	
Patent Number:	8084498	
Patent Number:	8642653	
Application Number:	14100547	
Patent Number:	7335689	
Patent Number:	7576130	
Patent Number:	7838554	
Patent Number:	7119221	
Patent Number:	7405226	
Patent Number:	8067466	
Patent Number:	8153690	
Patent Number:	8309604	
Patent Number:	7335799	
Patent Number:	7812199	
Patent Number:	8497301	
Application Number:	13925818	
Patent Number:	8623915	
Application Number:	14138919	

PATENT

CORRESPONDENCE DATA**Fax Number:** (617)523-1231

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 617-570-8745**Email:** cedavis@goodwinprocter.com, patentBos@goodwinprocter.com**Correspondent Name:** CHAD E. DAVIS**Address Line 1:** 53 STATE STREET**Address Line 4:** BOSTON, MASSACHUSETTS 02109

NAME OF SUBMITTER:	CHAD E. DAVIS
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SIGNATURE:	/Chad E. Davis/
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DATE SIGNED:	10/14/2014
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Total Attachments: 3

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Delaware

PAGE 1

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 OWNERSHIP, WHICH MERGES:

"ESPERION THERAPEUTICS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "HDL THERAPEUTICS, INC." UNDER THE NAME OF
"ESPERION THERAPEUTICS, INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE THE FIFTH DAY OF MAY, A.D. 2008, AT
11:15 O'CLOCK A.M.

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

4493349 8100M

080503050

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6580847

DATE: 05-09-08

PATENT
REEL: 033946 FRAME: 0332

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:15 AM 05/05/2008
FILED 11:15 AM 05/05/2008
SRV 080503050 - 4493349 FILE

STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP

SUBSIDIARY INTO PARENT
Section 253

CERTIFICATE OF OWNERSHIP
MERGING

ESPERION THERAPEUTICS, INC.
a Delaware corporation

into

HDL THERAPEUTICS, INC.
a Delaware corporation

Pursuant to Section 253 of the Delaware General Corporation Law, as amended (the "DGCL")

HDL THERAPEUTICS, INC., a corporation incorporated on January 22, 2008, pursuant to the DGCL ("Parent"), DOES HEREBY CERTIFY that Parent owns all of the capital stock of ESPERION THERAPEUTICS, INC., a corporation incorporated on May 18, 1998 pursuant to the DGCL ("Subsidiary"), and that Parent, by the following resolution of its Board of Directors, duly adopted by unanimous written consent as of April 24, 2008, determined to and did merge into itself said Subsidiary:

WHEREAS, Parent lawfully owns at least 90% of the outstanding stock of Subsidiary;
and

WHEREAS, Parent desires Subsidiary to merge into Parent pursuant to Section 253 of DGCL and to be possessed of all the estate, property, rights, privileges and franchises of Subsidiary.

NOW, THEREFORE, BE IT RESOLVED, that Subsidiary merge into Parent with Parent being the survivor and thereby assuming all of the liabilities and obligations of Subsidiary (the "Merger"), and

FURTHER RESOLVED, that an authorized officer of Parent be and is hereby authorized and directed to make and execute a certificate of ownership setting forth a copy of such resolution relating to the Merger and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware.

FURTHER RESOLVED, that the officers of Parent be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware; which may be in any way necessary or proper to effect the Merger.

FURTHER RESOLVED, that as a result of the Merger, each issued and outstanding share of capital stock of Subsidiary shall automatically be canceled and retired and shall cease to exist, and no consideration shall be delivered in exchange therefor.

FURTHER RESOLVED, that upon the effectiveness of the Merger, the name of the Parent shall be changed to "Esperion Therapeutics, Inc."

FURTHER RESOLVED, that the Merger shall be effective upon the date of filing of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

FURTHER RESOLVED, that all prior actions taken by the officers of Parent in connection with and in furtherance of the foregoing resolutions be, and each of them hereby is authorized, approved, ratified and confirmed in all respects as the proper acts and deeds of Parent.

Parent has caused this certificate to be signed by an authorized officer on May 1, 2008.

HDL THERAPEUTICS, INC.

By: Roger S. Newton
Roger S. Newton
Its President and CEO

DETROIT:221877.115888.2984055.4