

PATENT ASSIGNMENT COVER SHEET

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EPAS ID: PAT3205009

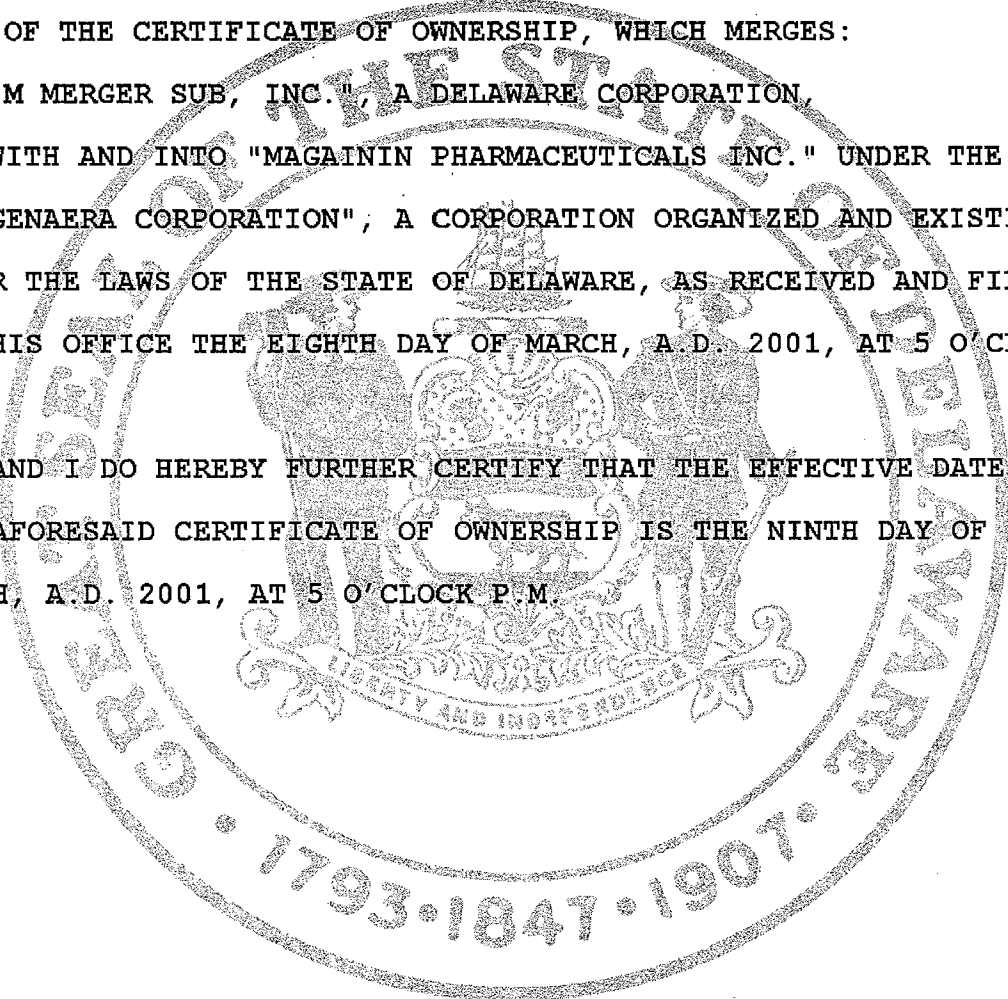
SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
CONVEYING PARTY DATA	
Name	Execution Date
MAGAININ PHARMACEUTICALS, INC.	03/09/2001
RECEIVING PARTY DATA	
Name:	GENAERA CORPORATION
Street Address:	5110 CAMPUS DRIVE
City:	PLYMOUTH MEETING
State/Country:	PENNSYLVANIA
Postal Code:	19462
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	6962909
CORRESPONDENCE DATA	
Fax Number:	(202)739-3001
<i>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.</i>	
Phone:	202-739-3000
Email:	patents@morganlewis.com
Correspondent Name:	GREGORY T. LOWEN
Address Line 1:	1111 PENNSYLVANIA AVENUE, NW
Address Line 4:	WASHINGTON, D.C. 20004
ATTORNEY DOCKET NUMBER:	001216-5003-12
NAME OF SUBMITTER:	GREGORY T. LOWEN
SIGNATURE:	/Gregory T. Lowen/
DATE SIGNED:	01/30/2015
Total Attachments: 5	
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State of Delaware
Office of the Secretary of State PAGE 1

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:

"M MERGER SUB, INC.", A DELAWARE CORPORATION,
WITH AND INTO "MAGAININ PHARMACEUTICALS INC." UNDER THE NAME OF "GENAERA CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTH DAY OF MARCH, A.D. 2001, AT 5 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE NINTH DAY OF MARCH, A.D. 2001, AT 5 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1397328

010519932

DATE: 10-18-01

PATENT
REEL: 034849 FRAME: 0382

**CERTIFICATE OF OWNERSHIP AND MERGER
 MERGING
 M MERGER SUB, INC.
 WITH AND INTO
 MAGAININ PHARMACEUTICALS INC.**

Pursuant to Section 253 of the
 General Corporation Law of the State of Delaware

Magainin Pharmaceuticals Inc., a corporation organized and existing under the laws of the State of Delaware (the "Company"),

DOES HEREBY CERTIFY:

FIRST: That the Company was incorporated on June 29, 1987, pursuant to the General Corporation Law of the State of Delaware (the "DGCL").

SECOND: That the Company owns 100% of the outstanding capital stock of all classes of M Merger Sub, Inc. (the "Subsidiary Corporation"), a Delaware corporation incorporated on September 27, 2000 pursuant to the DGCL.

THIRD: That the Company, by resolutions of its Board of Directors duly adopted on February 15, 2001, as set forth on Exhibit A hereto, determined to merge the Subsidiary Corporation with and into itself (the "Merger"), such that the Company will be the surviving entity.

FOURTH: That at 5:00 p.m. as of the 9th day of March 2001, the name of the Company as specified in Article FIRST of the Company's Restated Certificate of Incorporation, as amended, shall be changed from Magainin Pharmaceuticals Inc. to:

Genaera Corporation

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 05:00 PM 03/08/2001
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IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be duly executed in its corporate name on the 6th day of March 2001, in accordance with Sections 103 and 253 of the DGCL.

MAGAININ PHARMACEUTICALS INC.

By: 

Name: Roy C. Levitt, M.D.

Title: President and Chief Executive Officer

Exhibit A

MAGAININ PHARMACEUTICALS INC.

RESOLUTIONS OF THE
BOARD OF DIRECTORS

FEBRUARY 15, 2001

RESOLVED, that the Board of Directors of Magainin Pharmaceuticals Inc. (the "Company") hereby authorizes the merger of M Merger Sub, Inc., a Delaware corporation (the "Subsidiary") and wholly-owned subsidiary of the Company, with and into the Company (the "Merger") pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"); and that the Merger shall become effective and the corporate existence of the Subsidiary shall cease automatically at the open of the market on the first day that the Company's common stock, par value \$0.02 per share, begins trading on the Nasdaq National Market under the new symbol GENR or at such later time as is specified in the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware pursuant to the applicable provisions of the DGCL with respect to the Merger (such time being called the "Effective Time"); and it is further

RESOLVED, that the Company shall be the surviving corporation in the Merger (the "Surviving Corporation"), which shall continue its corporate existence under the DGCL, including the provisions of Section 259 thereof, and shall possess all rights and assets of each of the Company and the Subsidiary (the "Constituent Corporations") in the Merger and be subject to all the liabilities and obligations of each of the Constituent Corporations in accordance with the provisions of the DGCL; and it is further

RESOLVED, that from and after the Effective Time, the name of the Company as specified in Article FIRST of the Company's Restated Certificate of Incorporation, as amended, shall be changed to:

Genaera Corporation

RESOLVED, that except as hereinabove provided in these resolutions with respect to the name of the Company, the Restated Certificate of Incorporation, as amended, of the Company shall continue in full force and effect as the certificate of incorporation of the Surviving Corporation; and it is further

RESOLVED, that the officers of the Company be, and they hereby are, authorized, empowered, and directed to prepare, execute and cause to be filed all certificates, applications, instruments, reports or other documents as may be required the Nasdaq National Market or by the law of any state, territory, dependency or country in which the Company transacts business as a foreign corporation in order to effect the change of name of the Company in such state, territory, dependency or country and to do all other acts and things whatsoever which they shall

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determine to be necessary or appropriate to effect said change of name in such jurisdiction or jurisdictions; and it is further

RESOLVED, that the officers of the Company be, and they hereby are, authorized, empowered and directed to determine the date of filing of the Certificate of Ownership and Merger under the DGCL and to do and perform all such further acts and things as they shall determine to be necessary or advisable in order to effectuate the purpose of the foregoing resolutions; and it is further

RESOLVED, that any acts of any officer or officers of the Company, and any person or persons designated and authorized to act by any officer of the Company, on behalf of the Company, which acts would have been authorized by the foregoing resolutions except that such acts were taken prior to the adoption of such resolutions, are hereby severally ratified, confirmed, approved and adopted as the acts of the Company.